



FINOVA CAPITAL PRIVATE LIMITED

**03RD ANNUAL REPORT
2017-2018**

Corporate Information:

Board of Directors

Mr. Mohit Sahney- Managing Director & CEO

Mrs. Sunita Sahney- Whole Time Director

Mr. Ishaan Mittal- Nominee Director

Mr. GV Ravishankar- Nominee Director

Company Secretary

Mr. Virendra Singh

Statutory Auditors

M/s. S R Batliboi and Associates LLP

Secretarial Advisors

M/s. V.M. & Associates, Jaipur

Registered Office

702, Seventh Floor, Unique Aspire, Plot No.

13-14, Cosmo Colony, Amrapali Marg,

Vaishali Nagar, Jaipur-302021

Contact: +91141-4118202

Website: www.finova.in

Corporate Identity Number

U65993RJ2015PTC048340

NOTICE

Notice is hereby given that 03rd Annual General Meeting (“AGM/Meeting”) of the members of **Finova Capital Private Limited** will be held on Tuesday, the **17th day of July, 2018** at **11.00 A.M.** at the corporate office of the Company situated at Fourth Floor, Unique Aspire, Plot No. 13-14, Cosmo Colony, Amrapali Marg, Vaishali Nagar, Jaipur-302021, (Raj.) to transact the following businesses:

ORDINARY BUSINESS:

- 1) To consider and adopt the Audited Financial Statements for the year ended 31st March, 2018 together with the reports of Board of Directors and Auditors thereon.
- 2) To appoint of M/s S. R. Batliboi and Associates LLP, as the statutory auditors of the company.

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) consent of the members of the Company be and is hereby accorded to appoint M/s. S.R. Batliboi and Associates LLP (FRN: 101049W/E300004) as the Statutory Auditors of the Company, to hold office for a period of 5(five) years till the conclusion of 08th AGM of the Company at such remuneration as may be decided by the Board of Directors of the Company in consultation with the said audit firm.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things and to take all such steps as may be considered necessary, proper or expedient to give effect to this Resolution.”

DATE: 24.05.2018
PLACE: JAIPUR

BY ORDER OF THE BOARD OF DIRECTORS
FOR FINOVA CAPITAL PRIVATE LIMITED

VIRENDRA SINGH
COMPANY SECRETARY
M. NO.: 42561

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.**
2. The duly stamped, filled and signed instrument appointing the proxy should, however, be deposited at the Registered Office of the Company not less than forty-eight hours before the commencement of the meeting.
3. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
4. A copy of Audited Financial Statements of the Company for the year ended 31st March, 2018 together with the Report of Board of Directors and Auditors thereon is enclosed herewith.
5. Members and Proxies attending the Meeting should bring the attendance slip duly filled in for attending the Meeting.
6. All documents referred to in the accompanying notice is open for inspection by the members at the registered office of the company on all working days between 10.00 A.M. to 5.00 P.M. up to the date of this Annual General Meeting.
7. Members seeking any information with regard to the Accounts are requested to write to the Company at least seven days in advance, so as to enable the Management to keep the information ready at the meeting.
8. The route map showing the direction to reach the venue of AGM is attached at the end of the Report.

DATE: 24.05.2018
PLACE: JAIPUR

BY ORDER OF THE BOARD OF DIRECTORS
FOR FINOVA CAPITAL PRIVATE LIMITED

VIRENDRA SINGH
COMPANY SECRETARY
M. NO.: 42561

BOARD'S REPORT

To
The Shareholders,
FINOVA CAPITAL PRIVATE LIMITED

Your Directors have pleasure to present the 03rd Annual Report on the business and operations of the Company together with the Audited Financial Statements for the year ended 31st March, 2018.

1) FINANCIAL PERFORMANCE OF THE COMPANY:

The Company's financial performance for the year ended 31st March, 2018 is summarized below:

PARTICULARS	(Amount in Rs.)	
	2017-18	2016-17
Income:		
Revenue from operations	14,81,06,129	2,84,19,307
Other Income	56,97,477	40,44,482
Total Income	15,38,03,606	3,24,63,789
Total Expenditure	10,36,81,306	1,37,81,143
Profit / (Loss) before Tax	5,01,22,300	1,86,82,646
Less: Tax expenses	1,35,58,618	53,74,145
Net Profit after Tax	3,65,63,682	1,33,08,501

2) BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR:

During the F.Y. 2017-18, the company has recorded Total Income of **Rs. 15,38,03,606/-** as against **Rs. 3,24,63,789/-** in F.Y. 2016-17, an increase of about 374%. The total income comprised income from financing activities of Rs. 14,81,06,129/- and Other Income of Rs. 56,97,477/-

During the financial year, the Company's profit after tax ("PAT"), increased by about 175% i.e. from Rs. 1,33,08,501 to Rs. 3,65,63,682/-.

During the F.Y. 2017-18, total expenditure were Rs. 10,36,81,306/- as against Rs. 1,37,81,143/- in F.Y. 2016-17. The increase is on account of operation costs, Employee costs owing to increase in manpower strength to support growth in the business, higher borrowings in line with the growth in loan portfolio.

The Company is mainly engaged in the business of Non-Banking Financing Activities and has maintained a close emphasis on increasing the revenue model.

3) RESERVES

Since the Company is a Non-Banking Financial Company registered with Reserve Bank of India (RBI), therefore as per section 45IC of RBI Act 1934, the Company has transferred Rs. 73,12,736/- (Rupees Seventy-Three Lakhs Twelve Thousand Seven Hundred and Thirty-Six) in statutory reserve fund i.e. aggregating to 20% of its net profit during the Financial Year 2017-18.

2) DIVIDEND

Your Directors do not recommend any dividend for the financial year ended 31st March, 2018, following the conservation approach to retain the profits.

3) MATERIAL CHANGES AND COMMITMENTS

There are no material changes and commitments affecting the financial position of the company, which occurred between end of financial year of the company to which the financial statements relate and date of this report.

4) SHARE CAPITAL

The Authorized Share Capital as on 31st March 2018 is Rs. 40,00,00,000/- (Rupees Forty Crores) and the Paid up share Capital of the Company as on 31st March, 2018 is Rs. 38,30,42,600/- (Rupees Thirty-Eight Crores Thirty Lakhs Forty-Two Thousand and six Hundred).

During the financial year under review, the Company has:

- i. Increased the Authorized Share Capital of the Company from Rs. 5,00,00,000/- (Rupees Five Crores) divided into 50,00,000 (Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each to Rs. 40,00,00,000/- (Rupees Forty Crores) divided into 60,00,000 (Sixty lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each and 34,00,000 (Thirty-Four Lakhs) Preference Shares of Rs. 100/- (Rupees Hundred) each vide Ordinary Resolution passed in the Extra Ordinary General Meeting ("EOGM") dated 02.09.2017;
- ii. Reclassification in the Authorized Share Capital of the Company amounting Rs. 40,00,00,000/- (Rupees Forty Crores Only) divided into 60,00,000 (Sixty lakh) Equity shares of Rs. 10/-(Rupees Ten) each and 34,00,000 (Thirty-Four Lakh) Preference Shares ("CCCPS") of Rs. 100/- (Rupees One Hundred) each; and
- iii. Issued and allotted 13,91,294 (Thirteen Lakhs Ninety One Thousand Two Hundred and Ninety Four) Compulsory Convertible Cumulative Preference Shares ("Series A CCCPS") of Rs. 100/- (Rupees Hundred) each at a premium of Rs. 15/- (Rupees Fifteen) per share and 10 (Ten) Equity Shares of Rs. 10/- (Rupees Ten) each at a premium of Rs. 105/- (Rupees One Hundred and Five) per share to M/s. SCI Investments V vide Board Resolution passed in the Board Meeting dated 11.09.2017, on preferential basis; and
- iv. Issued and allotted 19,39,131 (Nineteen lakhs Thirty Nine Thousand One Hundred and Thirty One) ("Series A CCCPS") of Rs. 100/- (Rupees Hundred) each at a premium of Rs. 15/- (Rupees Fifteen) per share to M/s. SCI Investments V vide Board Resolution passed in the Board Meeting dated 21.02.2018, on preferential basis.

5) DIRECTORS AND KEY MANAGERIAL PERSONNEL:

During the financial year under review, Mrs. Sunita Sahney, Director of the Company was designated as the Whole Time Director of the Company vide Board Resolution passed in the Board Meeting dated 30.05.2017.

Further, Mr. Ishaan Mittal and Mr. Ganapathyagraharam Ravi Shankar were recommended to be appointed as the Nominee Directors of the Company, representing M/s SCI Investments V, in the Board meeting dated 21.02.2018, and the approval of their appointment was sought by the shareholders, vide Ordinary resolution passed in the EOGM dated 11.04.2018. Although, the said change in board of directors occurred after the closure of financial year, however, your directors find it prudent to keep their shareholders informed about the said change.

There were no other changes took place during the year under review in directors and key managerial personnel of the company.

6) NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

During the financial year under review, the Board of the Directors of the Company met 12 (Twelve) times on 03.04.2017, 05.04.2017, 11.04.2017, 25.04.2017, 30.05.2017, 12.06.2017, 17.06.2017, 31.08.2017, 11.09.2017, 19.12.2017, 01.02.2018 and 21.02.2018.

The frequency and the quorum at these meetings were in conformity with the provisions of the Companies Act, 2013 and Secretarial Standards-1. The intervening gap between any two meetings was within the period prescribed by the Companies Act, 2013 and Secretarial Standards-1.

7) STATUTORY AUDITORS:

M/s S.R. BATLIBOI AND ASSOCIATES LLP, Chartered Accountants, (FRN: 101049W/E300004) were appointed as Statutory Auditors of the Company, vide Ordinary resolution passed in the EOGM held on 12.02.2018, for the financial year 2017-18, to fill the casual vacancy caused due to the resignation of M/s Rajvanshi & Associates, Chartered Accountants, who were appointed as the Statutory Auditors of the Company for a period of 5 (five) years in the Annual General Meeting held on 27.09.2016 and placed their resignation vide letter dated 04.12.2017.

As required under the provisions of Section 139 of the Companies Act, 2013, the Company has received a written certificate from M/s S.R. BATLIBOI AND ASSOCIATES LLP, to the effect that their appointment, if made, would be within the prescribed limits under the said section and that they are not disqualified for appointment within the meaning of Section 141 of the said Act.

The Board of Directors of the Company, therefore, recommends the appointment of M/s S.R. BATLIBOI AND ASSOCIATES LLP, Chartered Accountants, (FRN: 101049W/E300004) as the Statutory Auditors of the Company for a term of 5(five) years, i.e. from the conclusion of 03rd AGM till the conclusion of 08th AGM of the Company.

The approval for their appointment as Statutory Auditors for a period of 5(five) years is being sought from the shareholders of the Company at the ensuing AGM.

8) AUDITORS REPORT:

There is no reservation, qualification or adverse remark contained in the Auditor's Report attached to Financial Statements of company as at 31st March, 2018. Information referred in Auditor's Report are self-explanatory and do not call for any further comments.

9) PARTICULARS OF EMPLOYEES:

None of the employees of the Company were in receipt of remuneration exceeding the limits as prescribed under Rules 5(2) The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Therefore, particular of the employees of the Company to be given as required is NIL.

10) EXTRACT OF THE ANNUAL RETURN:

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of The Companies (Management and Administration) Rules, 2014, an extract of annual return in form no. MGT-9 forms part of this Report as **ANNEXURE I**.

11) MAJOR CORPORATE ACTIONS:

During the financial year under review:

- i. The Company has shifted the registered office of the Company from 55, Grenade Marg, Pratap Nagar Khatipura Road, Vaishali Nagar, Jaipur- 302021 (RAJ.) to 702, 7th floor, Unique Aspire Plot No. 13-14, Amrapali Marg, Cosmo Colony, Vaishali Nagar, Jaipur, Rajasthan 302021 which falls within the local limits of the city, vide Board Resolution passed in the Board Meeting dated 17.06.2017;
- ii. The Company has obtained the consent of the members of the Company in EOGM held on 02.09.2017 for alteration of the Capital Clause of the Memorandum of Association of the Company
- iii. The Company has obtained the consent of the members of the Company for adoption of new set of Regulations of Articles of Association vide Special Resolution passed through EOGM held on 13.09.2017;

12) CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS/OUT-GO:

Your Company continuously strives to conserve energy, adopt environment friendly practices and employ technology for more efficient operations.

The particulars relating to the energy conservation and technology absorption, as required under Section 134(3)(m) of The Companies Act, 2013 read with The Companies (Accounts) Rules, 2014 are given in the **ANNEXURE II** to this Report.

13) DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has always believed in providing a safe and harassment free workplace for every individual through various interventions and practices. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment. In accordance with Sexual Harassment of Women at Work place (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed there under, the Company has formed an Anti-Sexual Harassment Policy. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, temporary, trainees) are covered under this policy.

The following is a summary of sexual harassment complaints received and disposed off during the year 2017-18:

- No. of complaints received: Nil
- No. of complaints disposed off: Nil

14) RISK MANAGEMENT POLICY

The Company has developed and implemented a risk management policy which encompasses practices relating to identification, assessment monitoring and mitigation of various risks to key business objectives. The Risk management framework of the Company seeks to minimize adverse impact of risks on our key business objectives and enables the Company to leverage market opportunities effectively.

The various key risks to key business objectives are as follows:

Liquidity Risk: It is the risk that the Company will be unable to meet its financial commitment to a Bank/Financial Institution in any location, any currency at any point in time. Liquidity risk can manifest in three different dimensions for the Company.

Funding Risk: To replace net outflows due to unanticipated outflow. **Time Risk:** To compensate for non-receipt of expected inflows of funds.

Call Risk: Due to crystallization of contingent liabilities or inability to undertake profitable business opportunities when desirable.

Interest Rate Risk: It is the risk where changes in market interest rates might adversely affect the Company's financial condition. The short term/immediate impact of changes in interest rates are on the Company's Net Interest Income (NII). On a longer term, changes in interest rates impact the cash flows on the assets, liabilities and off-balance sheet items, giving rise to a risk to the net worth of the Company arising out of all repricing mismatches and other interest rate sensitive positions.

15) FIXED DEPOSITS:

During the year under review, your company has neither invited nor accepted or renewed any fixed deposits from public in terms of provisions of section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

16) LOANS, GUARANTEES OR INVESTMENTS BY THE COMPANY

Pursuant to Section 186(11) of the Companies Act, 2013 loans made, guarantees given or securities provided or acquisition of securities by a Non-Banking Financial company in the ordinary course of its business are exempted from disclosure in the Annual Report.

17) PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The particulars of contracts or arrangements with related parties referred to in section 188(1) and applicable rules of the Companies Act, 2013 in Form AOC-2 is provided as **Annexure III** to this Board's Report.

18) DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, your Directors, confirm that:

- a) In the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures from the same;
- b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- c) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) The directors had prepared the annual accounts on a going concern basis; and
- e) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

19) OTHER DISCLOSURES:

Other disclosures with respect to Board's Report as required under the Companies Act, 2013 and the Rules notified thereunder are either NIL or NOT APPLICABLE.

20) ACKNOWLEDGMENT:

Your Board gratefully acknowledges with appreciation, the financial support and co-operation extended by Banks. The Directors place on record with pleasure their thanks to Employees, Shareholders, Advisors and all concerned for their continued commitment which has enabled the Company to achieve its goals for the year.

DATE: 24.05.2018

PLACE: JAIPUR

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

FOR FINOVA CAPITAL PRIVATE LIMITED

FOR FINOVA CAPITAL PRIVATE LIMITED

**SUNITA SAHNEY
WHOLE TIME DIRECTOR
DIN: 02395354**

**MOHIT SAHNEY
MANAGING DIRECTOR & CEO
DIN: 07280918**

ANNEXURE-I**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN****As on financial year ended on 31.03.2018****Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.****I. REGISTRATION & OTHER DETAILS:**

1.	CIN	U65993RJ2015PTC048340
2.	Registration Date	24/09/2015
3.	Name of the Company	FINOVA CAPITAL PRIVATE LIMITED
4.	Category/Sub-category of the Company	Company Limited By Shares/ Indian Non- Government Company
5.	Address of the Registered office & contact details	702, SEVENTH FLOOR, UNIQUE ASPIRE, PLOT NO. 13-14, COSMO COLONY, AMRAPALI MARG, VAISHALI NAGAR, JAIPUR-302021
6.	Whether listed company	NO
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	N.A.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company (approx)
1.	Other Financial service activities, except insurance and pension funding activities, n.e.c.	64990	100.00%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

S. No.	Name and Address of the Company	CIN/GLN	HOLDING/SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
N.A.					

IV. SHARE HOLDING PATTERN (Equity & Preference Share Capital Breakup as percentage of Total Paid up Shares)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 01-April-2017]				No. of Shares held at the end of the year[As on 31-March-2018]				% Change during the year
	Dem at	Physical	Total	% of Total Shares	De mat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual / HUF	--	30,50,000	30,50,000	61.00%	--	30,50,000	30,50,000	36.61%	(39.98%)
b) Central Govt	--	--	--	--	--	--	--	--	--
c) State Govt(s)	--	--	--	--	--	--	--	--	--
d) Bodies Corp.	--	--	--	--	--	--	--	--	--
e) Banks / FI	--	--	--	--	--	--	--	--	--
f) Any other	--	--	--	--	--	--	--	--	--
Sub-total (A)(1):-	--	30,50,000	30,50,000	61.00%	--	30,50,000	30,50,000	36.61%	(39.98%)
(2) Foreign									
a) NRIs – Individuals	--	--	--	--	--	--	--	--	--
b) Other – Individuals	--	--	--	--	--	--	--	--	--
c) Bodies Corp.	--	--	--	--	--	--	--	--	--
d) Banks / FI	--	--	--	--	--	--	--	--	--
e) Any Other	--	--	--	--	--	--	--	--	--
Sub -total (A) (2): -	--	--	--	--	--	--	--	--	--
Total sharehold	--	30,50,000	30,50,000	61.00%	--	30,50,000	30,50,000	36.61%	(39.98%)

i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	--	--	--	--	--	--	--	--	--
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	--	1950000	1950000	39.00%	--	1950000	1950000	23.40%	(40.00%)
c) Others (specify) Non Resident Individual	--	--	--	--	--	--	--	--	--
Sub-total (B)(2):-	--	1950000	1950000	39.00%	--	52,80,435	52,80,435	63.39%	60.00%
Total Public Shareholding (B)=(B)(1) + (B)(2)	--	1950000	1950000	39.00%	--	52,80,435	52,80,435	63.39%	60.00%
C. Shares held by Custodian for GDRs & ADRs	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	--	50,00,000	50,00,000	100.00%	--	**83,30,435	83,30,435	100.00 %	100.00%

*Figures calculated on fully diluted basis.

** Assuming the full conversion of 3330425 the series A CCCPS issued and allotted to equity shares at a conversion price of Rs. 115/-

ii) Shareholding of Promoters:

S 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.	Mohit Sahney	25,00,000	50.00%	--	25,00,000	30.01%	--	(39.98)%
2.	Sunita Sahney	5,50,000	11.00%	--	5,50,000	6.60%	--	(40.00)%
	TOTAL	30,50,000	61.00%	--	30,50,000	36.61%	--	*** (39.98)%

***Change in percentage of shareholder is due to preferential allotment during the financial year

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

S. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
1.	--	--	--	--	--
2.	--	--	--	--	--
3.	--	--	--	--	--
	Total	--	--	--	--
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NO CHANGE			
	At the end of the year				
1.	--	--	--	--	--
2.	--	--	--	--	--
3.	--	--	--	--	--
	Total	--	--	--	--

iv) Shareholding Pattern of top ten Shareholders: (Other than Directors, Promoters and Holders of GDRs and ADRs):

S No.	For Each of the Top Ten Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the company****
1.	SCI Investments V				
	At the beginning of the year	--	--	--	--
	Date wise increase/decrease in Shareholding during the year				
	Increase (Preferential Allotment): 11.09.2017	13,91,304	21.77%	13,91,304	21.77%
	Increase (Preferential Allotment): 21.02.2018	19,39,131	58.22%	33,30,435	39.98%
	At the end of the year	33,30,435	39.98%	33,30,435	39.98%
2.	Prashant Gupta				
	At the beginning of the year	8,00,000	16.00%	8,00,000	16.00%
	Date wise increase/decrease in Shareholding during the year	--	--	--	--
	At the end of the year	8,00,000	9.60%	8,00,000	9.60%
3.	Ravinder Singh				
	At the beginning of the year	8,00,000	16.00%	8,00,000	16.00%
	Date wise increase/decrease in Shareholding during the year	--	--	--	--
	At the end of the year	8,00,000	9.60%	8,00,000	9.60%
4.	Laxmi Narayan				
	At the beginning of the year	3,50,000	7.00%	3,50,000	7.00%
	Date wise increase/decrease in Shareholding during the year	--	--	--	--
	At the end of the year	3,50,000	4.20%	3,50,000	4.20%

v) Shareholding of Directors and Key Managerial Personnel:

S No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the Year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. Of shares	% of total shares of the company
	At the beginning of the year				
1.	Mohit Sahney	25,00,000	50.00%	25,00,000	50.00%
2.	Sunita Sahney	5,50,000	11.00%	5,50,000	11.00%
3.	Virendra Singh	--	--	--	--
	TOTAL	30,50,000	61.00%	30,50,000	61.00%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	No Change			
	At the end of the year				
1.	Mohit Sahney	25,00,000	30.01%	25,00,000	30.01%
2.	Sunita Sahney	5,50,000	6.60%	5,50,000	6.60%
3.	Virendra Singh	--	--	--	--
	TOTAL	30,50,000	36.61%	30,50,000	36.61%

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	12,00,10,641	--	--	12,00,10,641
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	6,854.00	--	--	6,854.00
Total (i+ii+iii)	12,00,17,495	--	--	12,00,17,495
Change in Indebtedness during the financial year	--	--	--	--
* Addition	48,50,00,000.00		--	48,50,00,000.00
* Reduction	5,56,80,885	--	--	5,56,80,885
Net Change	42,93,19,115	--	--	42,93,19,115
Indebtedness at the end of the financial year	--		--	--
i) Principal Amount	54,93,29,756.00	--	--	54,93,29,756.00
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	18,34,959.00	--	--	18,34,959.00
Total (i+ii+iii)	55,11,64,715.00	--	--	55,11,64,715.00

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

S No.	Particulars of Remuneration	Name of MD/WTD/ Manager/Executive Director		Total Amount
		Mohit Sahney	Sunita Sahney	
	Gross salary			
1	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	66,63,402	25,41,792	92,05,194
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	--	--	--
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	--	--	--
2	Stock Option	--	--	--
3	Sweat Equity	--	--	--
4	Commission - as % of profit - others, specify...	--	--	--
5	Others, please specify	--	--	
	Total (A)	66,63,402	25,41,792	92,05,194
	Ceiling as per the Act			

B. Remuneration to other directors: NIL

S No.	Particulars of Remuneration	Name of Directors				Total Amount
1	Independent Directors					
	• Fee for attending board	--	--	--	--	--

	committee meetings					
	• Commission	--	--	--	--	--
	• Others, please specify	--	--	--	--	--
	Total (1)	--	--	--	--	--
2	Other Non-Executive Directors					
	• Fee for attending board committee meetings	--	--	--	--	--
	• Commission	--	--	--	--	--
	• Others, please specify	--	--	--	--	--
	Total (2)	--	--	--	--	--
	Total (B)=(1+2)	--	--	--	--	--
	Total Managerial Remuneration	--	--	--	--	--
	Overall Ceiling as per the Act	--	--	--	--	--

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD :

S. No.	Particulars of Remuneration	Key Managerial Personnel		
		--	Mr. Virendra Singh Company Secretary	Total
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	--	4,91,110	4,91,110
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	--	--	--
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	--	--	--
2	Stock Option	--	--	--
3	Sweat Equity	--	--	--
4	Commission	--	--	--
	- as % of profit	--	--	--
	- others, specify...	--	--	--
5	Others, please specify	--	--	--
	Total	--	4,91,110	4,91,110

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCE: NIL

Type	Section of the Companies Act,1956	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	N.A.	NIL	NIL	N.A.	N.A.
Punishment	N.A.	NIL	NIL	N.A.	N.A.
Compounding	N.A.	NIL	NIL	N.A.	N.A.
B. DIRECTORS					
Penalty	N.A.	NIL	NIL	N.A.	N.A.
Punishment	N.A.	NIL	NIL	N.A.	N.A.
Compounding	N.A.	NIL	NIL	N.A.	N.A.
C. OTHER OFFICERS IN DEFAULT					
Penalty	N.A.	NIL	NIL	N.A.	N.A.
Punishment	N.A.	NIL	NIL	N.A.	N.A.
Compounding	N.A.	NIL	NIL	N.A.	N.A.

DATE: 24.05.2018
PLACE: JAIPUR

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
FOR FINOVA CAPITAL PRIVATE LIMITED

MOHIT SAHNEY
CHAIRMAN & MANAGING DIRECTOR & CEO
DIN: 07280918

ANNEXURE II

(A) Conservation of energy:

(i) The steps taken or impact on conservation of energy: The operations of your company are not energy intensive. However adequate Measures have been initiated to reduce energy consumption further. The head office and branches of the Company has been using LED Bulbs that consume less electricity as compared to CFL and incandescent bulbs.

(ii) The steps taken by the company for utilizing alternate sources of energy: Nil
The capital investment on energy conservation equipment: Nil

(B) Technology absorption:

(i) The efforts made towards technology absorption: The Company has not carried out any Technology absorption

(ii) The benefits derived like product improvement, cost reduction, product development or import substitution: N.A.

(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): N.A.

(a) The details of technology imported: Nil

(b) The year of import: Nil

(c) Whether the technology been fully absorbed: N.A.

(d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: N.A.

(iv)The expenditure incurred on Research and Development: NIL

(C) Foreign exchange earnings and Outgo:

There were no foreign exchange earnings and outgo during the financial year ended 31st March, 2018.

DATE: 24.05.2018

PLACE: JAIPUR

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
FOR FINOVA CAPITAL PRIVATE LIMITED**

**MOHIT SAHNEY
CHAIRMAN & MANAGING DIRECTOR & CEO
DIN: 07280918**

FORM NO. AOC.2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis: NIL
 - (a) Name(s) of the related party and nature of relationship
 - (b) Nature of contracts/arrangements/transactions
 - (c) Duration of the contracts/arrangements/transactions
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any
 - (e) Justification for entering into such contracts or arrangements or transactions
 - (f) date(s) of approval by the Board
 - (g) Amount paid as advances, if any:
 - (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188
2. Details of material contracts or arrangement or transactions at arm's length basis:

Name(s) of the related party and nature of relationship	Nature of Contracts/arrangements/Transactions	Duration of the Contracts/arrangements/Transactions	Salient terms of the contracts or arrangements or transactions including the value, if any:	Date(s) of approval by the Board, if any	Amount paid as advances, if any
Rahul Sahney (Both of Director)	Holding of office or place of Profit	Regular	Appointment of Mr. Rahul Sahney as Chief Operating Officer (to hold office or place of profit) on monthly remuneration of Rs. 2,00,000/- plus actual expenses	19.12.2017	--
Sunita Sahney (Director)	Availing of Service	Regular	Availment of service in nature of hiring car on rent at Rs. 5,000/- p.m.	17.06.2017	--

DATE: 24.05.2018
PLACE: JAIPUR

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
FOR FINOVA CAPITAL PRIVATE LIMITED

MOHIT SAHNEY
CHAIRMAN & MANAGING DIRECTOR & CEO
DIN: 07280918

FORM No. MGT-11

Proxy Form

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

CIN: U65993RJ2015PTC048340

Name of the Company: Finova Capital Private Limited

Registered Office: 702, Seventh Floor, Unique Aspire, Plot No. 13-14 Cosmo Colony, Amrapali Marg, Vaishali Nagar, Jaipur -302021 (Raj.)

Name of the Member (s):

Registered address:

E-mail Id:

Folio No / Client Id:

I / We, being the member(s) of _____ shares of the above mentioned Company, hereby appoint:

1. Name: _____
Address: _____
E-mail Id: _____
Signature: _____, or failing him/her

2. Name: _____
Address: _____
E-mail Id: _____
Signature: _____, or failing him/her

3. Name: _____
Address: _____
E-mail Id: _____
Signature: _____

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 03rd AGM of the Company, to be held on Tuesday, the 17th day of July, 2018 at 11.00 A.M at its corporate office situated at Fourth Floor, Unique Aspire, Plot No. 13-14 Cosmo Colony, Amrapali Marg, Vaishali Nagar, Jaipur-302021 (Raj.) and at any adjournment thereof in respect of such resolutions as are indicated below:

S. NO.	Resolution	For	Against
1.	To consider and adopt the Audited Financial Statements for the year ended 31 st March, 2018 together with the reports of Board of Directors and Auditors thereon.		
2.	To appoint of M/s S.R. Batliboi and Associates LLP, as the statutory auditors of the company.		

Signed this ____ day of _____, 2018

Signature of Shareholder

Signature of Proxy Holder (s)

Affix Revenue Stamp
here

Note: This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.

ATTENDANCE SLIP

Registered Folio no./DP ID no./ Client ID No.

--

Number of shares held

--

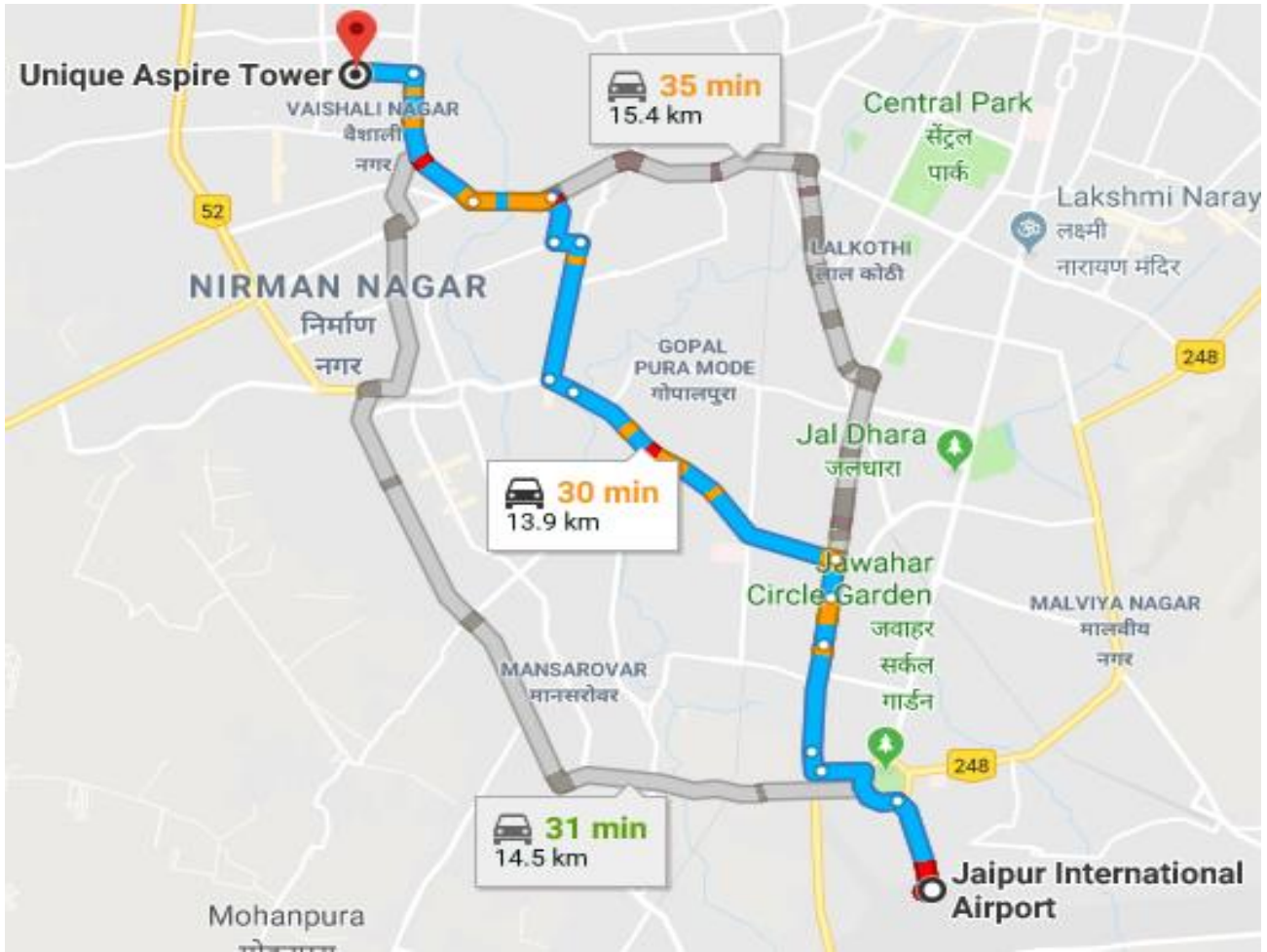
I certify that I am a member /proxy/authorised representative for the member of the company. I hereby record my presence at the 03rd AGM of the Company, held on Tuesday, the 17th day of July, 2018, at 11.00 at its corporate office at Fourth Floor, Unique Aspire, Plot No. 13-14 Cosmo Colony, Amrapali Marg, Vaishali Nagar, Jaipur -302021 (Raj.)

Name of the member/proxy
(In Block Letters)

Signature of the member/proxy

Note: Please fill up the attendance slip and hand it over at the entrance of the meeting.

ROUTE MAP FOR THE VENUE OF THE MEETING



VENUE:
FOURTH FLOOR, UNIQUE ASPIRE, PLOT NO. 13-14,
COSMO COLONY, AMRAPALI AMRG, VAISHALI NAGAR,
JAIPUR-302021 (RAJASTHAN)
LANDMARK: AMRAPALI CIRCLE

INDEPENDENT AUDITOR'S REPORT**To the Members of Finova Capital Private Limited****Report on the Financial Statements**

We have audited the accompanying financial statements of Finova Capital Private Limited, which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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 accounting principles generally accepted in India, including the Companies (Accounting Standards) Rules, 2006 (as amended) specified under section 133 of the Act, read with the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 the design, implementation and maintenance of adequate internal financial control 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, issued by the Institute of Chartered Accountants of India, as 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.

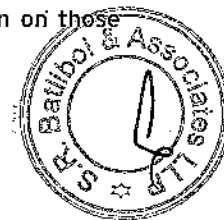
An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or 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 effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements. 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 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, 2018, its profit, and its cash flows for the year ended on that date.

Other Matter

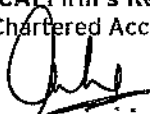
The financial statements of the Company for the year ended March 31, 2017, included in these financial statements, have been audited by the predecessor auditor who expressed an unmodified opinion on those statements on June 12, 2017.



Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 1, 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, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid financial statements comply with the Companies (Accounting Standards) Rules, 2006 (as amended) specified under section 133 of the Act, read with the Companies (Accounts) Rules, 2014;
 - (e) On the basis of written representations received from the directors as on March 31, 2018, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018, from being appointed as a director in terms of section 164 (2) of the Act;
 - (f) 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, as amended, 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.

For S.R. BATLIBOI & ASSOCIATES LLP
ICAI Firm's Registration Number: 101049W/E300004
Chartered Accountants



per Amit Kabra
Partner
Membership Number: 094533
Jaipur
May 24, 2018



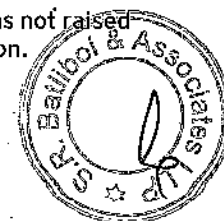
Annexure referred to in paragraph 1 under the heading "Report on other legal and regulatory requirements" of our report of even date

Re: Finova Capital Private Limited

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) Fixed assets have been physically verified by the management during the year and no material discrepancies were identified on such verification.
- (c) According to the information and explanations given by the management, there are no immovable properties included in fixed assets of the Company and accordingly the requirements under clause 3 (i) (c) of the Order are not applicable to the Company.
- (ii) The Company's business does not involve inventories and, accordingly, the requirements under clause 3 (ii) of the Order are not applicable to the Company and hence not commented upon.
- (iii) According to the information and explanations given to us, 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), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.
- (iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities given in respect of which provisions of section 185 and 186 of the Act are applicable and hence not commented upon.
- (v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under section 148(1) of the Act, for the products/services of the Company.
- (vii) (a) The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, goods and service tax, cess and other material statutory dues applicable to it, though there has been a slight delay in few cases. The provisions related to custom duty, excise duty, value added tax and wealth tax are not applicable to the Company.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, goods and service tax, cess and other material statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable. The provisions related to custom duty, excise duty, value added tax and wealth tax are not applicable to the Company.

- (b) According to the records of the Company, there are no dues of income-tax, sales-tax, goods and service tax, duty of custom, duty of excise, value added tax and cess which have not been deposited on account of any dispute.
- (viii) In our opinion and according to the information and explanations given by the management, the Company has not defaulted in repayment of loans or borrowings to a financial institution or bank or government or dues to debenture holders.
- (ix) According to the information and explanations given by the management, the Company has not raised any money by way of initial public offer or further public offer, hence not commented upon.



S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants


Finova Capital Private Limited
Independent Auditors' Report for the year ended March 31, 2018

Page 4 of 4

Further, monies raised by the Company by way of term loans were applied for the purpose for which those were raised, though idle/surplus funds which were not required for immediate utilization were gainfully invested in liquid assets payable on demand.

- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no material fraud by the Company or on the Company by the officers and employees of the Company has been noticed or reported during the year.
- (xi) According to the information and explanations given by the management, the provisions of Section 197 read with Schedule V of the Act is not applicable to the Company and hence reporting under clause 3(xi) is not applicable and hence not commented upon.
- (xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company and hence not commented upon.
- (xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of the Act where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has complied with provisions of section 42 of the Companies Act, 2013 in respect of the private placement of shares during the year. According to the information and explanations given by the management, we report that the amounts raised, have been used for the purposes for which the funds were raised.
- (xv) According to 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 as referred to in section 192 of the Act.
- (xvi) According to the information and explanations given to us, we report that the Company has registered as required, under section 45 - IA of the Reserve Bank of India Act, 1934.

For S. R. BATLIBOI & ASSOCIATES LLP
ICA Firm's Registration Number: 101049W/E300004
Chartered Accountants


per Amit Kabra
Partner
Membership No.: 094533

Jaipur
May 24, 2018



FINOVA CAPITAL PRIVATE LIMITED
BALANCE SHEET AS AT MARCH 31, 2018

Particulars	Note	(Amounts in Rupees)	
		As at March 31, 2018	As at March 31, 2017
EQUITY AND LIABILITIES			
SHAREHOLDERS' FUNDS			
Share Capital	3	383,042,600	50,000,000
Reserves and Surplus	4	141,302,701	63,366,905
		524,345,301	113,366,905
NON CURRENT LIABILITIES			
Long Term Borrowings	5	403,610,605	92,469,592
Deferred Tax Liabilities (Net)	11	-	131,348
Long Term Provisions	6	4,437,414	819,336
		408,048,019	93,420,276
CURRENT LIABILITIES			
Short Term Borrowings	7	-	8,638,425
Other Current Liabilities	8	304,541,716	20,659,250
Short Term Provisions	9	1,890,848	568,524
		306,432,564	29,866,199
Total		1,238,825,884	236,653,380
ASSETS			
NON CURRENT ASSETS			
Fixed Assets			
Property, Plant and Equipment	10	17,813,870	5,177,964
Intangible Assets	10	288,385	119,842
Deferred Tax Asset (Net)	11	785,897	-
Long Term Loans and Advances	12	840,826,950	187,390,528
Other Non Current Assets	13	9,000,000	7,317,537
		868,715,102	200,005,871
CURRENT ASSETS			
Current Investments	14	215,604,711	5,500,002
Cash and Bank Balances	15	29,847,542	10,408,709
Short Term Loans and Advances	16	112,432,309	19,540,900
Other Current Assets	17	12,226,220	1,197,898
		370,110,782	36,647,509
Total		1,238,825,884	236,653,380

Summary of Significant Accounting Policies 2.1

The accompanying notes are an integral part of the financial statements

As per our report of even date

For **S. R. BATLIBOI & ASSOCIATES LLP**

Chartered Accountants

ICAI Fina Registration Number : 101049W/E300004

per **Amit Kabra**
 Partner
 Membership No. 094533

Place: Jaipur
 May 24, 2018



For and on behalf of the Board of Directors of
FINOVA CAPITAL PRIVATE LIMITED
 For **Finova Capital Pvt. Ltd.**

Mohit Sahney
 MD & CEO
 DIN: 07280918

For **FINOVA CAPITAL PVT. LTD.**

Virendra Singh

Company Authorized Signatory

M. No: 42561

Place: Jaipur

May 24, 2018

For **Finova Capital Pvt. Ltd.**

Sunita Sahney
 Whole Time Director
 DIN: 02395354

Director


FINOVA CAPITAL PRIVATE LIMITED
STATEMENT OF PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2018

Particulars	Note	(Amounts in Rupees)	
		For the year ended March 31, 2018	For the year ended March 31, 2017
REVENUES			
Revenue from Operations	18	148,106,129	28,419,307
Other Income	19	5,697,477	4,044,482
Total Revenue (I)		153,803,606	32,463,789
EXPENSES			
Employee Benefit Expenses	20	34,276,030	7,317,363
Finance Costs	21	46,581,336	2,720,898
Depreciation & Amortisation	10	1,137,743	348,104
Other Expenses	22	18,159,278	2,583,118
Provision on Loans & Advances	23	3,526,919	811,660
Total Expenses (II)		103,681,306	13,781,143
PROFIT BEFORE TAX (III)=(I)-(II)		50,122,300	18,682,646
Tax Expense			
Current Tax		14,475,863	5,270,312
Less: MAT Credit		-	20,226
Deferred Tax		(917,245)	83,607
Total Tax Expense (IV)		13,558,618	5,374,145
PROFIT AFTER TAX (III)-(IV)		36,563,682	13,308,501
Earnings per equity share of face value of Rs. 10 each	24		
Basic		7.31	2.75
Diluted		6.13	2.75
Summary of Significant Accounting Policies	2.1		

The accompanying notes are an integral part of the financial statements

As per our report of even date

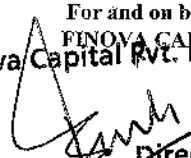
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number : 101049W/E300004



per Amit Kabra
Partner
Membership No. 094533

Place: Jaipur
May 24, 2018

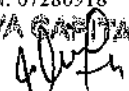


For and on behalf of the Board of Directors of
FINOVA CAPITAL PRIVATE LIMITED
For Finova Capital Pvt. Ltd.


Director
Mohit Sahney
MD & CEO
DIN: 07280918


For Finova Capital Pvt. Ltd.
Director
Sunita Sahney
Whole Time Director
DIN: 02395354

For FINOVA CAPITAL PVT. LTD.


Authorised Signatory
Virendra Singh
Company Secretary
M. No: 42561
Place: Jaipur
May 24, 2018

FINOVA CAPITAL PRIVATE LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

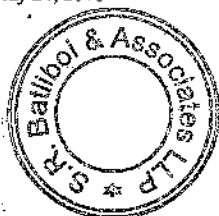
Particulars	(Amounts in Rupees)	
	For the year ended March 31, 2018	For the year ended March 31, 2017
A. CASH FLOWS FROM OPERATING ACTIVITIES		
Net profit before Taxation, and extraordinary item	50,122,300	18,682,646
Adjustments:		
Depreciation and Amortisation	1,137,743	348,104
Interest on Bank Deposits	(812,805)	(145,097)
Provision on Loans	3,526,919	811,660
Operating cash flow before working capital and other changes	53,974,157	19,697,313
Movement in working capital:		
Decrease / (increase) in Receivable under financing activity	(741,045,927)	(204,278,132)
Decrease / (increase) in Short term loans and advances	(1,142,489)	34,593
Decrease / (increase) in Long-term loans and advances	(600,200)	-
Decrease / (increase) in Other current assets	(11,028,322)	(5,091,431)
Decrease / (increase) in Other Non current assets	(1,682,463)	24,980,734
(Decrease) / increase in Other long-term liabilities	3,618,078	-
(Decrease) / increase in Other current liabilities	154,861,341	5,748,221
Cash Generated from Operations	(543,045,824)	(158,908,702)
Net Taxes Paid	(14,750,000)	(4,500,000)
Net Cash from/(used in) Operating Activities (A)	(557,795,824)	(163,408,702)
B. CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets/Intangibles	(13,942,192)	(4,135,687)
Interest Received	812,805	145,097
Net cash from/(used in) Investing Activities (B)	(13,129,387)	(3,990,590)
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from Issue of Share Capital (including Securities Premium)	383,000,025	62,500,000
Share Issue Exp	(11,850,389)	-
Proceeds from Borrowings from Bank and Others	485,000,000	121,938,425
Repayments of Borrowings from Bank and Others	(55,680,883)	(2,020,930)
Net Cash from/(used in) Financing Activities (C)	800,468,753	182,417,495
NET CHANGE IN CASH AND CASH EQUIVALENTS (A+B+C)	229,543,542	15,018,203
Cash and cash equivalents at the beginning of the year	15,908,711	890,508
Cash and Cash Equivalents at the end of the year	245,452,253	15,908,711
Components of Cash and Cash equivalents		
Cash in hand and balances with banks (refer note 15)	29,847,542	10,408,709
Short Term Investment (refer note 14)	215,604,711	5,500,002
Cash and Cash Equivalents at the end of year	245,452,253	15,908,711

As per our report of even date

For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number : 101049W/E300004

per Anil Kabra
Partner
Membership No. 094533

Place: Jaipur
May 24, 2018



For and on behalf of the Board of Directors of
FINOVA CAPITAL PRIVATE LIMITED
For Finova Capital Pvt. Ltd.

Director
Mokit Sahney
MD & CEO
DIN: 07280918

For Finova Capital Pvt. Ltd.

Sunita Sahney
Whole Time Director
DIN: 02395354

Director

For FINOVA CAPITAL PVT. LTD.

Virendra Singh
Authorized Signatory
M. No: 42561
Place: Jaipur
May 24, 2018

FINOVA CAPITAL PRIVATE LIMITED

Notes on Financial Statements for the year ended March 31, 2018

1. Corporate Information

Finova Capital Private Limited is a private company ("The Company") and incorporated under the provisions of the Companies Act, 2013 having Corporate Identification No. is (CIN) U65993RJ2015PTC048340 on September 24, 2015. The Company engaged in lending activities. The Company had obtained its licence from Reserve Bank of India (RBI) to operate as Non deposit Accepting Non Banking Financial Company (NBFC-ND) on March 02, 2016 vide registration No. RBI B-10.00236.

2. Basis of preparation of Financial Statement

The financial statements have been prepared in conformity with generally accepted accounting principles to comply in all material respects with the notified Accounting Standards ('AS') under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules 2014, the companies (Accounting standard) amendment rules, 2016 and provision of RBI as applicable to Non-systematically Important Non-Deposit taking Non-Banking Finance Company ('NBFC-ND-NSI'). The financial statements have been prepared under the historical cost convention on an accrual basis.

The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

All assets and liabilities have been classified as current or non-current as per the criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of the products and services and the time between acquisition of assets for processing 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 its assets and liabilities

2.1 Summary of significant accounting policies

a) Change in provisioning for Loan portfolio (Change in estimates):

With effect from April 1, 2017, the company has revised its estimates of provisioning for loan portfolio in line with requirement of the RBI Master direction DNBR.PD.007/03.10.119/2016-17 dated September 01, 2016. As a result of such change, the profit for the current year is lower by Rs. 7.54 Lacs.


b) Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principle in India (Indian GAAP) requires the management to make judgement, estimates and assumptions that affect the reported amounts of revenue expenses, assets and liabilities and the disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions these assumptions and estimates could result in the outcomes requiring an adjustment to the carrying amounts of assets or liabilities in future periods.

For Finova Capital Pvt. Ltd.


Director

For Finova Capital Pvt. Ltd.


Director



For FINOVA CAPITAL PVT. LTD.


Authorised Signatory

FINOVA CAPITAL PRIVATE LIMITED

Notes on Financial Statements for the year ended March 31, 2018

c) Revenue Recognition:

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be measured reliably.

(i) Income from Financing activities

a. Interest Income is recognized on a time proportion accrual basis taking into account the amount outstanding and the interest rate implicit in the underlying agreements. Income or any other charges on non-performing assets are recognized only when realized. Any such income recognized and remaining unrealized before the asset became non-performing is reversed.

Overdue interest is recognized on realization basis. Overdue interest is treated to accrue on realization, due to the uncertainty of their realization

b. Loan origination income i.e. processing fee and other charges collected upfront are recognised at the inception of loan.

c. All other charges such as cheque return charges, legal charges, collection charges etc are recognized on realization basis. These charges are treated to accrue on realization, do the uncertainty of their realization.

(ii) Income from deposits:

Interest income on deposits with banks is recognised on time proportion basis taking into account the amount outstanding and the applicable interest rate.

(iii) Income from Investment

Interest Income on investment is recognized on accrual basis.

d) Property, Plant and equipment/ Intangible Assets, depreciation/ Amortization and Impairment

(i) Property, Plant and Equipment

Property, Plant and Equipment are stated at their original cost net of accumulated depreciation and impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met, directly attributable cost of bringing the asset to its working condition for the intended use.

Gain or losses arising from de-recognition of property, plant and equipment are measured as the difference between net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

Depreciation

Depreciation on fixed assets is calculated on straight line basis. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 as under:

Particular	Useful Life (years)
Leasehold Improvements	9
Furniture and Fixtures	10
Vehicle	8
Computer, printers	3
Electrical installations	10
Intangible	5
Office Equipment	5

For Finova Capital Pvt. Ltd.

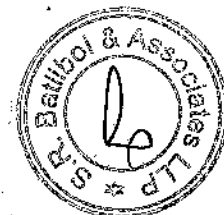
[Signature]
Director

For Finova Capital Pvt. Ltd.

[Signature]
Director

For FINOVA CAPITAL PVT. LTD.

[Signature]
Authorised Signatory



FINOVA CAPITAL PRIVATE LIMITED

Notes on Financial Statements for the year ended March 31, 2018

Salvage Value of the assets has been taken @5% of Original Cost as prescribed in Schedule II.

Depreciation on assets acquired/ sold during the period is recognized on a pro-rata basis to the statement of profit and loss from/ upto the date of acquisition/ sale.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial period end and adjusted prospectively, if appropriate.

(ii) Intangible Assets:

Intangible assets are amortized on a straight-line basis over the estimated useful economic life. The company uses a rebuttable presumption that the useful life of an intangible asset will not exceed five years from the date when the asset is available for use. If the persuasive evidence exists to the affect that useful life of an intangible asset exceeds five years, the company amortizes the intangible asset over the best estimate of its useful life.

(iii) Impairment of Assets:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the higher of an asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the asset.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

e) Retirement and other employee benefits

(i) Defined contribution plans: The provident fund and employees state Insurance are defined contribution plans and the contribution to the same are charged to the statement of profit and loss during the year in which the services are rendered.

(ii) Defined Benefit plans: Gratuity liability payable to eligible employees under the Payment of Gratuity Act, which is a defined benefit scheme, is accrued and provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year and is not externally funded.

Actuarial gains/ losses are immediately taken to the Statement of profit and loss and are not deferred.

f) Tax on Income

(i) Income Tax

Current Income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date. Current Income Tax relating to items recognized directly in equity and not instatement of profit and loss.

(ii) Deferred taxes

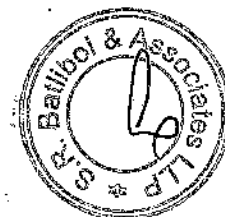
Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss account.

For Finova Capital Pvt. Ltd.

[Signature]
Director
FOR FINOVA CAPITAL PVT. LTD.

For Finova Capital Pvt. Ltd.

[Signature]
Director
[Signature]
Authorized Signatory



FINOVA CAPITAL PRIVATE LIMITED

Notes on Financial Statements for the year ended March 31, 2018

Deferred tax liabilities are recognised for all taxable timing differences. Deferred tax assets are recognised for deductible timing differences only to the extent that there is reasonable that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits.

The carrying cost of the deferred tax assets are reviewed at each balance sheet date. The Company writes down the carrying amount of a deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case that sufficient future taxable income will be available against which deferred tax asset can realised. Any such write down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

g) Investments

Investments that are readily realizable and intended to be held for not more than a year 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 carried at lower of cost and fair value determined on an individual investment basis. 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 long-term investments.

Current quoted investments are carried at lower of cost and fair value whichever is lower determined on an individual investment basis. Unquoted investments in the units of mutual funds in the nature of current investments are valued at net asset value (NAV) as per RBI prudential norms.

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.

h) Lease

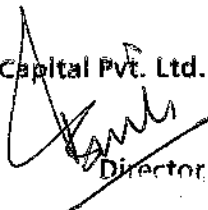
Lease, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating Lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term.

i) Provisioning/ write off of assets

(i)

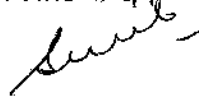
Loans are provided for/ written off as per company's policy, as given in sub para (b) below, subject to the minimum provision required as per the Master Direction- Non Banking Financial Company – Non systematically Important Non-deposit taking Company (Reserve Bank) Directions, 2016, issued vide Master Direction DNBR.PD.007/03.10.119/2016-17 dated September 01, 2016 (the NBFC-ND-NSI Master Directions")

For Finova Capital Pvt. Ltd.

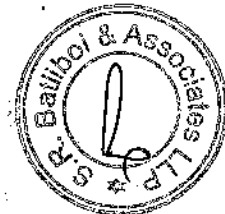


Director

For Finova Capital Pvt. Ltd.



Director



For FINOVA CAPITAL PVT. LTD.



Authorised Signatory

FINOVA CAPITAL PRIVATE LIMITED**Notes on Financial Statements for the year ended March 31, 2018**

- (ii) As per Company's policy, Loans with principle or interest overdue for more than 180 days are considered as non performing Loans and provided at following rates:

DPD	Provision on Outstanding amount
Customer with 181 days to 546 days	20%
Customer with 546 days to 911 days	40%
Customer with 911 days to 1641 days	60%
Customer more than 1641 days	100%

- (iii) Provision on standard assets is made @ 0.40% pursuant to the NBFC-ND-NSI Master Directions.

j) **Provisions, Contingent Liabilities and Contingent Assets**

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best management estimates.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The company does not recognize a contingent liability but discloses its existence in the financial statements.

k) **Earnings Per Share**

The Company reports basic Earnings per Share (EPS) in accordance with Accounting Standard 20 on Earnings per Share. Basic EPS is computed by dividing the net profit or loss for the year by the weighted average number of Equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

l) **Cash and Cash equivalents**

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand, short-term deposits with an original maturity of three months or less and short term investments in mutual funds.

m) **Segment Reporting**

The Company operates in a single business segment i.e. lending to borrowers, which have similar risks and returns for the purpose of AS 17 on "Segment reporting" specified under section 133 of the Companies Act, 2013, read with rule 7 of the Companies (Accounts) Rules, 2014, Companies (Accounting Standards) Amendment Rules, 2016. All other activities of the company revolve around these activities. The Company operates in a single geographical segment i.e. domestic.

For Finova Capital Pvt. Ltd.

Director

For Finova Capital Pvt. Ltd.

Director

For FINOVA CAPITAL PVT. LTD.

Authorised Signatory



FINOVA CAPITAL PRIVATE LIMITED

Notes on Financial Statements for the year ended March 31, 2018

3 SHARE CAPITAL

Particulars	(Amounts in Rupees)	
	As at March 31, 2018	As at March 31, 2017
Authorised		
6,000,000 (Previous year 5,000,000) Equity Shares of Rs. 10/- each	60,000,000	50,000,000
3,400,000 (Previous year NIL) 0.0001% Compulsory Convertible Preference Shares of Rs. 100/- each	340,000,000	-
	400,000,000	50,000,000
Issued & Subscribed		
Equity Share Capital		
5,000,010 (Previous year 5,000,000) Equity Shares of Rs. 10/- each fully paid up	50,000,100	50,000,000
Compulsory Convertible Preference Share Capital		
33,30,425 (Previous year NIL) 0.0001% Compulsory Convertible Preference Shares of Rs. 100/- each	333,042,500	-
	383,042,600	50,000,000
Paid up Capital		
Equity Share Capital		
5,000,010 (Previous year 5,000,000) Equity Shares of Rs. 10/- each fully paid up	50,000,100	50,000,000
Series A Compulsory Convertible Cumulative Preference Share Capital		
33,30,425 (Previous year NIL) 0.0001% Compulsory Convertible Preference Shares of Rs. 100/- each	333,042,500	-
Total Paid up Capital	383,042,600	50,000,000

3.1 The company has only one class of Equity Shares having par value of Rs. 10/- per share. Each holder of Equity share is entitled to one vote per share. In the event of liquidation of company, the holders of Equity Shares will be entitled to receive the remaining assets of the company, after distribution of all preferential amounts.

3.2 During the year ended 31st March, 2018, the company issued 33,30,425 Series A CCCPS of Rs. 100/- each fully paid up. The CCCPS holders are entitled to dividend of 0.0001% cumulative. Each CCCPS can be converted to Equity Shares at any time before the expiry of Twenty years from the date of issue into such number of Equity Shares as per the Investment Agreement dated September 2, 2017

3.3 Reconciliation of number of Equity Shares outstanding is set out below:

Particulars	As at March 31, 2018	As at March 31, 2017
Shares outstanding at the beginning of the year	5,000,000	3,750,000
Shares issued during the year	10	1,250,000
Shares bought back during the year	-	-
Shares outstanding at the end of the year	5,000,010	5,000,000

3.4 Reconciliation of number of Preference Shares outstanding is set out below:

Particulars	As at March 31, 2018	As at March 31, 2017
Shares outstanding at the beginning of the year	-	-
Shares issued during the year	3,330,425	-
Shares bought back during the year	-	-
Shares outstanding at the end of the year	3,330,425	-

3.5 Details of shareholders holding more than 5% Equity Shares set out below:

Particulars	As at March 31, 2018		As at March 31, 2017	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Mohit Sahney	2,500,000	50.00%	2,500,000	50.00%
Prashant Gupta	800,000	16.00%	800,000	16.00%
Ravinder Singh	800,000	16.00%	800,000	16.00%
Sunita Sahney	550,000	11.00%	550,000	11.00%
Laxmi Narayan	350,000	7.00%	350,000	7.00%

3.6 Details of shareholders holding more than 5% Preference Shares set out below:

Particulars	As at March 31, 2018		As at March 31, 2017	
	No. of Shares	% of Holding	No. of Shares	% of Holding
SCT Investments V	3,330,425	100.00%	-	-

For Finova Capital Pvt. Ltd.

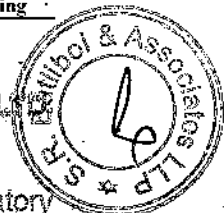
Director

For Finova Capital Pvt. Ltd.

Director

For FINOVA CAPITAL PVT. LTD.

Authorised Signatory



FINOVA CAPITAL PRIVATE LIMITED

Notes on Financial Statements for the year ended March 31, 2018

4 RESERVES AND SURPLUS

Particulars	(Amounts in Rupees)	
	As at March 31, 2018	As at March 31, 2017
Securities Premium		
Opening Balance	50,000,000	-
Add: Premium on Shares issued during the year	49,957,425	50,000,000
Less: Premium utilised during the year for issue of shares (Net of tax)	8,585,311	
Closing Balance	91,372,114	50,000,000
Statutory Reserve Fund under Section 45-IC of RBI Act, 1934		
Opening Balance	2,673,381	11,681
Add: Transfer from Surplus in the Statement of Profit and Loss*	7,312,736	2,661,700
Closing Balance	9,986,117	2,673,381
Surplus/(Deficit) in the Statement of Profit and Loss		
Opening Balance	10,693,524	46,723
Add: Profit/(Loss) for the year	36,563,682	13,308,501
Less: Transfer to Reserve Fund as per Section 45-IC of RBI Act, 1934	(7,312,736)	(2,661,700)
Closing Balance	39,944,470	10,693,524
Total Reserves and Surplus	141,302,701	63,366,905

* Represents transfer of 20% of Net profit after Tax in accordance with the provisions of Sec 45-IC of Reserve Bank of India Act, 1934

5 LONG TERM BORROWINGS

Particulars	(Amounts in Rupees)	
	As at March 31, 2018	As at March 31, 2017
Secured Borrowings		
Term Loans*		
from Banks	88,003,445	10,000,016
from Others	315,607,160	82,469,576
Total Long Term Borrowing	403,610,605	92,469,592

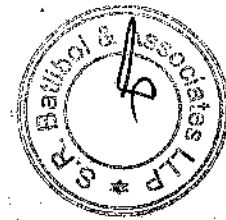
* Term loan are secured by first pari passu charge over specific loan receivable.

For Finova Capital Pvt. Ltd.

[Signature]
Director

For Finova Capital Pvt. Ltd.

[Signature]
Director



For FINOVA CAPITAL PVT. LTD.

[Signature]
Authorised Signatory

FINOVA CAPITAL PRIVATE LIMITED

Notes on Financial Statements for the year ended March 31, 2018

Term Loans as on March 31, 2018

Original Maturity	Rate of Interest	Due within 1 year		Due in 1 to 3 years		Due in 4 to 5 years		Total Amount (Rs.)
		No of Installments	Amount (Rs.)	No of Installments	Amount (Rs.)	No of Installments	Amount (Rs.)	
Secured								
Monthly Repayment Schedule								
Upto 36 months	11.40%- 12.00%	22	36,058,973	43	78,003,429	-	-	114,062,402
37 to 48 months	11.75%- 14.25%	96	61,609,172	187	128,667,147	22	23,385,539	213,661,858
49 to 60 months	9.18%- 13.90%	83	48,051,022	168	103,542,135	103	70,012,339	221,605,497

Term Loans as on March 31, 2017

Original Maturity	Rate of Interest	Due within 1 year		Due in 1 to 3 years		Due in 4 to 5 years		Total Amount (Rs.)
		No of Installments	Amount (Rs.)	No of Installments	Amount (Rs.)	No of Installments	Amount (Rs.)	
Secured								
Monthly Repayment Schedule								
37 to 48 months	12.00%- 14.25%	48	16,227,650	96	37,835,897	43	19,247,749	73,311,296
49 to 60 months	9.18%- 13.90%	24	2,674,974	72	16,496,547	69	18,889,399	38,060,920

6 LONG TERM PROVISIONS

(Amounts in Rupees)

Particulars	As at March 31, 2018	As at March 31, 2017
Provision for Employee Benefits		
Gratuity	528,611	-
Others		
Provision against Standard Assets	3,346,788	720,622
Provisions for Sub Standard Assets	562,015	98,714
Total Long Term Provisions	4,437,414	819,336

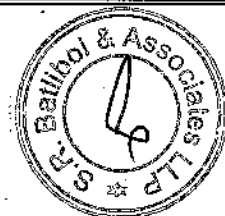
For Finova Capital Pvt. Ltd.

[Signature]
Director

For FINOVA CAPITAL PVT. LTD.

[Signature]
Authorized Signatory

Director



FINOVA CAPITAL PRIVATE LIMITED

Notes on Financial Statements for the year ended March 31, 2018

7 SHORT TERM BORROWINGS

Particulars	(Amounts in Rupees)	
	As at March 31, 2018	As at March 31, 2017
Secured		
Overdraft facility from Banks	-	8,638,425
Total Short Term Borrowing	-	8,638,425

Over draft facility from bank is backed up by Loans Receivable.

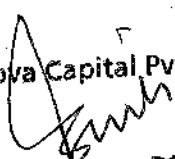
8 OTHER CURRENT LIABILITIES


Particulars	(Amounts in Rupees)	
	As at March 31, 2018	As at March 31, 2017
Current Maturities for Long Term Debts		
Term Loans *		
from Banks	41,058,965	4,999,992
from Others	104,660,186	13,902,632
Interest Accrued but not Due	1,834,959	6,854
Others		
Statutory Liabilities	3,344,399	353,099
Employee Payables	4,286,302	
Creditors for Expenses	3,109,892	627,729
Loans pending Disbursement	137,105,681	
Other payables	9,141,332	768,944
Total Other Current Liabilities	304,541,716	20,659,250

* Term loan are secured by first pari passu charge over specific loan receivable.

9 SHORT TERM PROVISIONS

Particulars	(Amounts in Rupees)	
	As at March 31, 2018	As at March 31, 2017
Provision for Employee Benefits		
Gratuity	1,697	-
Bonus	1,451,700	-
Others		
Provision for Taxation (Net of Advance Tax)	-	568,524
Provision against Standard Assets	437,451	-
Total Short Term Provisions	1,890,848	568,524

For Finova Capital Pvt. Ltd.

 Director

For Finova Capital Pvt. Ltd.

 Director



For FINOVA CAPITAL PVT. LTD.

 Authorised Signatory

FINOVA CAPITAL PRIVATE LIMITED
Notes on Financial Statements for the year ended March 31, 2018

10. Fixed Assets as per Schedule II of Companies Act, 2013

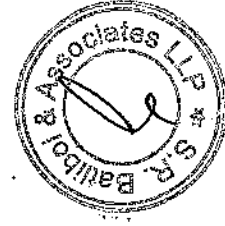
PARTICULARS	GROSS BLOCK			Accumulated Depreciation			NET BLOCK	
	As on 31st March 2017	Addition during the year	Deduction during the year	As on 31st March 2017	Provided during the year	During the year	As on 31st March 2018	As on 31st March 2017
Property, Plant and Equipment:								
Lease Hold Improvements	-	1,317,679	-	-	15,510	-	15,510	1,302,169
Computer & Printers	309,992	1,847,684	-	82,498	250,740	-	333,238	1,824,438
Office Equipments	331,180	2,229,147	-	65,256	133,020	-	198,276	2,362,051
Electrical installations	-	1,437,193	-	-	19,664	-	19,664	1,417,529
Vehicles	3,907,801	-	-	92,810	464,051	-	556,861	3,350,940
Furniture & Fixtures	965,054	6,885,837	-	95,499	198,649	-	294,148	7,556,743
TOTAL (A)	5,514,027	13,717,540	-	336,063	1,081,634	-	1,417,697	17,813,870
Previous Year	1,410,540	4,103,487	-	14,003	322,047	-	336,050	5,177,977
Intangible Assets:								
Software	146,700	186,652	-	26,858	49,879	-	76,737	256,615
Copyright	-	23,000	-	-	3,771	-	3,771	19,229
Trademark	-	15,000	-	-	2,439	-	2,439	12,541
TOTAL (B)	146,700	224,652	-	26,858	56,109	-	82,967	288,385
Previous Year	114,500	32,200	-	802	26,057	-	26,859	119,841
GRAND TOTAL (A)+(B)	5,660,727	13,942,192	-	362,921	1,137,743	-	1,500,664	18,102,255
Previous Year	1,525,040	4,135,687	-	14,805	348,104	-	362,909	5,297,818

For Finova Capital Pvt. Ltd.

For Finova Capital Pvt. Ltd.

[Signature]
Director

Director



For FINOVA CAPITAL PVT. LTD.

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Authorised Signatory

FINOVA CAPITAL PRIVATE LIMITED

Notes on Financial Statements for the year ended March 31, 2018

11 DEFERRED TAX ASSETS (NET)

Particulars	(Amounts in Rupees)	
	As at March 31, 2018	As at March 31, 2017
Deferred Tax Liabilities		
Arising on account of timing difference		
Difference between tax Depreciation and accounting Depreciation	(331,970)	(131,348)
Total Deferred Tax Liabilities	(331,970)	(131,348)
Deferred Tax Assets		
Arising on account of timing difference		
Provision on Loans	971,754	-
Provision for Gratuity	146,113	-
Total Deferred Tax Assets	1,117,867	-
Movement		
Opening	(131,348)	(47,741)
Transferred to Statement of Profit and Loss during current year	917,245	(83,607)
Total Deferred Tax Assets (Net)	785,897	(131,348)

Deferred Tax Assets and Deferred Tax Liabilities have been offset wherever the Company has a legally enforceable right to set off current tax assets against current tax liabilities and where the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority.

12 LONG TERM LOANS AND ADVANCES

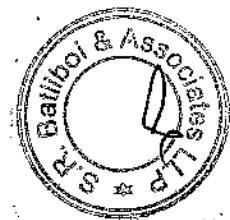
Particulars	(Amounts in Rupees)	
	As at March 31, 2018	As at March 31, 2017
Security Deposits		
Secured, considered good		
Rental Deposits	694,700	94,500
	694,700	94,500
Advance recoverable in cash or kind		
Loans		
Secured, considered Standard	838,309,308	186,308,893
Secured, considered Sub-Standard	1,822,942	987,135
	840,132,250	187,296,028
Total Long Term Loans and Advances	840,826,950	187,390,528

For Finova Capital Pvt. Ltd.

 Director

For Finova Capital Pvt. Ltd.

Director



For FINOVA CAPITAL PVT. LTD.

Authorized Signatory

FINOVA CAPITAL PRIVATE LIMITED
Notes on Financial Statements for the year ended March 31, 2018

13 OTHER NON CURRENT ASSETS

Particulars	(Amounts in Rupees)	
	As at March 31, 2018	As at March 31, 2017
Deposits - Balance held as Security against Borrowings (more than 12 months maturity)	9,000,000	7,317,537
Total Other Non Current Assets	9,000,000	7,317,537

14 Current Investments

Particulars	(Amounts in Rupees)	
	As at March 31, 2018	As at March 31, 2017
Investment in Liquid Funds		
548,432 (P.Y. 22,491) units in ICICI Prudential Savings Fund Reg. (G)	142,809,999	5,500,002
557,012 (P.Y. Nil) units in ICICI Prudential Short Term - Growth	20,170,701	-
1,415,936 (P.Y. Nil) units in Kotak Bond (Short term) - Growth (Regular Plan)	45,929,279	-
240,562 (P.Y. Nil) units in Kotak Treasury Advantage Fund - Growth (Regular Plan)	6,694,732	-
Total Current Investments	215,604,711	5,500,002

15 CASH AND BANK BALANCES

Particulars	(Amounts in Rupees)	
	As at March 31, 2018	As at March 31, 2017
Cash & Cash Equivalents		
Cash on Hand	310,783	309,483
Balance with Banks		
On Current Account	29,536,759	10,099,226
Total (A)	29,847,542	10,408,709
Other Bank Balances		
Deposits with original maturity for more than 12 months	9,000,000	7,317,537
Total (B)	9,000,000	7,317,537
Amount disclosed under non current asset (refer note 13) (C)	(9,000,000)	(7,317,537)
Total Cash and Bank Balance (A+B+C)	29,847,542	10,408,709

16 SHORT TERM LOANS AND ADVANCES

Particulars	(Amounts in Rupees)	
	As at March 31, 2018	As at March 31, 2017
Advance recoverable in cash or kind		
Loans		
Secured, considered Standard	107,750,605	19,540,900
Secured, considered Sub-Standard	-	-
Prepaid Expenses	1,142,489	-
Advance Tax (Net of Provision)	3,539,215	-
Total Short Term Loans and Advances	112,432,309	19,540,900

17 OTHER CURRENT ASSETS

Particulars	(Amounts in Rupees)	
	As at March 31, 2018	As at March 31, 2017
Interest accrued but not due on loans	10,252,933	-
Other Debts	1,973,287	1,197,898
Total Other Current Assets	12,226,220	1,197,898

For Finova Capital Pvt. Ltd.

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Director

For Finova Capital Pvt. Ltd.

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Director

For FINOVA CAPITAL PVT. LTD.

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Authorised Signatory



FINOVA CAPITAL PRIVATE LIMITED
Notes on Financial Statements for the year ended March 31, 2018

18 REVENUE FROM OPERATIONS

Particulars	(Amounts in Rupees)	
	For the Year ended March 31, 2018	For the Year ended March 31, 2017
Interest	110,589,049	18,091,108
Other Financial Services		
Processing Fee	23,159,085	7,537,552
Penal / Bounce / Foreclosure Charges	14,357,995	2,790,647
Total Revenue from Operations	148,106,129	28,419,307

19 OTHER INCOME

Particulars	(Amounts in Rupees)	
	For the Year ended March 31, 2018	For the Year ended March 31, 2017
Interest Income from Fixed/Term Deposits	812,805	145,097
Profit on Sale of Investments	2,684,547	3,897,419
Unrealised Gain on Investments	2,188,795	-
Other Non-Operating Income	11,330	1,966
Total Other Income	5,697,477	4,044,482

20 EMPLOYEE BENEFIT EXPENSES

Particulars	(Amounts in Rupees)	
	For the Year ended March 31, 2018	For the Year ended March 31, 2017
Salaries and Wages	32,331,738	7,228,535
Contribution to Provident Fund and others	861,684	-
Gratuity	530,308	-
Staff welfare expenses	552,300	88,828
Total Employee Benefit Expenses	34,276,030	7,317,363

21 FINANCE COSTS

Particulars	(Amounts in Rupees)	
	For the Year ended March 31, 2018	For the Year ended March 31, 2017
Interest Expense	42,823,303	1,601,972
Bank Charges	110,533	12,716
Ancillary Borrowing Costs	3,647,500	1,106,210
Total Finance Cost	46,581,336	2,720,898

For Finova Capital Pvt. Ltd.

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 Director

For Finova Capital Pvt. Ltd.

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Director

For FINOVA CAPITAL PVT. LTD.

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 Authorised Signatory



FINOVA CAPITAL PRIVATE LIMITED

Notes on Financial Statements for the year ended March 31, 2018

22 OTHER EXPENSES

Particulars	(Amounts in Rupees)	
	For the Year ended March 31, 2018	For the Year ended March 31, 2017
Rates and Taxes	3,723,419	19,394
Rent	1,948,910	378,000
Professional and Consultancy Charges	4,217,961	539,700
Audit Fee (Refer Note 1 below)	550,000	100,000
Travel and Conveyance	1,456,713	47,360
Printing & Stationery	799,960	91,709
Technology Expenses	2,145,000	-
Electricity Charges & Water Charges	321,636	110,813
Postage, telegram & Telephone Expenditure	275,483	90,806
Office & General Expense	722,019	117,674
Repair and Maintenance Expenditure	225,965	23,478
Business/Sales Promotion Expenses	32,580	75,000
Donation	-	7,500
Insurance	285,396	12,093
Miscellaneous Expenses	1,301,889	218,782
Direct Marketing Exp	152,347	750,809
Total Other Expenses	18,159,278	2,583,118
Note 1		
Auditors' remuneration (exclusive of Taxes)		
Audit fee	550,000	100,000
	550,000	100,000

23 PROVISION ON LOANS & ADVANCES

Particulars	(Amounts in Rupees)	
	For the Year ended March 31, 2018	For the Year ended March 31, 2017
Provision for Loans		
Standard Asset Provision	3,063,618	712,946
Provision for Non-Performing Assets	463,301	98,714
Total Provision on Loans and Advances	3,526,919	811,660

For Finova Capital Pvt. Ltd.
[Signature]
Director

For Finova Capital Pvt. Ltd.

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Director



For FINOVA CAPITAL PVT. LTD.

[Signature]
Authorised Signatory

24 PARTICULARS OF EARNINGS PER SHARE

Particulars	(Amounts in Rupees)	
	For the Year ended March 31, 2018	For the Year ended March 31, 2017
Net Profit Attributable to Equity Shareholders	36,563,682	13,308,501
Weighted Average Number of Equity Shares for Basic EPS	5,000,006	4,832,192
Basic Earnings Per Share	7.31	2.75
Weighted Average Number of Equity Shares for Diluted EPS	5,968,053	-
Diluted Earnings Per Share	6.13	2.75
Nominal value of the share	10	10

25 RELATED PARTY DISCLOSURES

(i) List of related parties where control exists and related parties with whom transactions have taken place and relationships -

Name of the Related Party	Country	Nature of Relationship
Mr. Mohit Sahney	India	Managing Director & CEO
Mrs. Sunita Sahney	India	Whole Time Director
Mr. Rahul Sahney	India	Relative of MD & CEO
Mr. Virendra Singh	India	Company Secretary

(ii) Transactions during the year with related parties

Particulars	Nature of Related Party	Nature of Transaction	Country	(Amounts in Rupees)	
				For the Year ended March 31, 2018	For the Year ended March 31, 2017
Key Management Personnel					
Mr. Mohit Sahney	MD & CEO	Remuneration	India	6,663,402	3,600,000
Mrs. Sunita Sahney	Whole Time Director	Remuneration	India	2,541,792	1,200,000
Mr. Rahul Sahney	Chief operating officer	Remuneration	India	2,153,856	300,000
Mr. Virendra Singh	Company Secretary	Remuneration	India	491,110	286,465

Reimbursement of Office Usage

Particulars	Nature of Related Party	Nature of Transaction	Country	(Amounts in Rupees)	
				For the Year ended March 31, 2018	For the Year ended March 31, 2017
Key Management Personnel					
Mr. Mohit Sahney	MD & CEO	Reimbursement of Exp	India	25,127	-
Mrs. Sunita Sahney	Whole Time Director	Reimbursement of Exp	India	175,726	-
Mr. Rahul Sahney	Chief operating officer	Reimbursement of Exp	India	100,729	-
Mr. Virendra Singh	Company Secretary	Reimbursement of Exp	India	154,768	20,331

26 GRATUITY

In accordance with applicable India laws, the Company provides gratuity, a defined benefit retirement plan ("Gratuity Plan") covering certain categories of employees. The Gratuity Plan provides a lump sum payment to vested employees at retirement or termination of employment. The amount of payment is based on the respective employee's last drawn salary and the years of employment with the Company.

The following table summarizes the components of net benefit expense recognized in the Statement of Profit and Loss and the status of the amounts recognized in the balance sheet for the gratuity plans of the Company.

Expense recognized in the Statement of Profit and Loss (Amounts in Rupees)

Particulars	For the Year ended March 31, 2018	For the Year ended March 31, 2017
Current service cost	530,308	-
Interest on defined benefit obligation	-	-
Expected return on plan assets	-	-
Net actuarial (gain) / loss recognized in the year	-	-
Past service cost	-	-
Expenses Recognized in the Statement of Profit & Loss at the end of the year	530,308	-

Amount recognized in Balance Sheet (Amounts in Rupees)

Particulars	For the Year ended March 31, 2018	For the Year ended March 31, 2017
Present value of obligations	530,308	-
Fair value on plan assets	-	-
Net liability (shown under provision for gratuity)	530,308	-

Changes in the present value of the defined benefit obligation are as follows (Amounts in Rupees)

Particulars	For the Year ended March 31, 2018	For the Year ended March 31, 2017
Opening defined benefit obligation	-	-
Service cost	530,308	-
Interest cost	-	-
Past service cost	-	-
Benefits paid	-	-
Actuarial (gain) / loss	-	-
Benefit obligation at the end of the year	530,308	-

Experience (Gain) or Loss on Plan Asset

For FINOVA CAPITAL PRIVATE LIMITED.

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Authorized Signatory

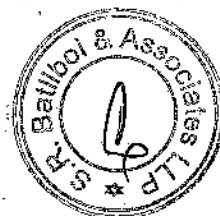
For Finova Capital Pvt. Ltd.

Director

For Finova Capital Pvt. Ltd.

[Signature]

Director



FINOVA CAPITAL PRIVATE LIMITED

Notes on Financial Statements for the year ended March 31, 2018

Particulars	(Amounts in Rupees)	
	For the Year ended March 31, 2018	For the Year ended March 31, 2017
Discount rate (per annum)	7.75%	-
Salary escalation rate (per annum)	5.00%	-
Withdrawal Rate	5.00%	-

Discount Rate: The Discount rate that has been used as at For the Year ended March 31, 2018 for the purpose of the Accounting Standard 15 - Employee Benefits has been chosen by reference to Market Yields on Government Bonds as at the same date.

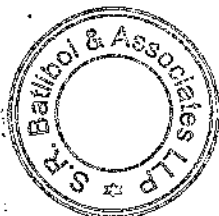
- 27 The Company is operating in a single reportable segment i.e. lending to urban and rural areas which have similar risks and returns for the purpose of AS 17 - 'Segment Reporting'. All other activities of the Company revolve around these activities. The Company Doesn't have any reportable geographical segment and hence disclosure of AS-17 are not applicable.
- 28 There are no amounts that need to be disclosed in accordance with the Micro Small and Medium Enterprise Development Act, 2006 (the 'MSMED') pertaining to micro or small enterprises. For the year ended March 31, 2018, no supplier has intimated the Company about its status as micro or small enterprises or its registration with the appropriate authority under MSMED.
- 29 There are no Contingent Liability as at March 31, 2018 (Preveious year NIL).
- 30 The company has no long-term contracts including derivative contracts for which there were any material foreseeable losses as on March 31, 2018 (Previous Year Nil).
- 31 The company has no foreign currency exposure as at March 31, 2018 (Previous year Nil).
- 32 The previous year figures have been regrouped/reclassified where considered necessary to conform to current year's classification.

As per our report of even date

For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number : 101049W/E300004

per Amit Kabra
Partner
Membership No. 094533

Place: Jaipur
May 24, 2018



For Finova Capital Pvt. Ltd.

For and on behalf of the Board of Directors of
FINOVA CAPITAL PRIVATE LIMITED

Director

Director

Director

Mohit Sahney Sunita Sahney
MD & CEO Whole Time Director

DIN: 07280918, DIN: 02395354

FOR FINOVA CAPITAL PVT. LTD.

Virendra Singh

Company Secretary
M. No. 42561
Place: Jaipur
May 24, 2018
Authorized Signatory