

28TH
ANNUAL REPORT
2019-20

AVAILABLE FINANCE LIMITED
CIN:L67120MP1993PLC007481

Registered Office: "AGARWAL HOUSE", Ground Floor,
5, Yeshwant Colony, Indore (M.P.) – 452 003

E-mail: cs@availablefinance.in
Web-site: www.availablefinance.in

BOARD OF DIRECTORS

- | | | |
|--|---|------------------------------|
| ➤ Mr. Rakesh Sahu (DIN: 08433972) | - | Whole-Time-Director& CFO |
| ➤ Mrs. Neelam Sharma (DIN:06935934) | - | Non-Executive Director |
| ➤ Ms. Priyanka Jha (DIN: 07347415) | - | Independent & Woman Director |
| ➤ Mr. Dwarkadas Kushwah(DIN: 00242759) | - | Independent Director |

CHIEF EXECUTIVE OFFICER

- Mr. Yogendra Narsingh Shukla

COMPANY SECRETARY & COMPLIANCE OFFICER

- CS Prachi Rathi (Resigned on 04/06/2019)
➤ CS Abhitap Kumar Jain (Appointed on 04/06/2019)
➤ CS Abhitap Kumar Jain (Resigned on 15/07/2019)
➤ CS Ankur Sen(Appointed on 15/07/2019)

CHIEF FINANCIAL OFFICER& DIRECTOR

- Mr. Rakesh Sahu

STATUTORY AUDITORS

- M/s Mahendra Badjatya & Co.
Chartered Accountants
208, Morya Center, 16, Race Course Road,
Indore -452003 (MP) IN

SECRETARIAL AUDITOR

- Ishan Jain, Practicing Company Secretary
401-402, 4th Floor Silver Ark Plaza, Janjirwala Chouraha,
Near Curewell Hospital Indore-452001 (MP)

BANKERS

- UCO Bank

REGISTERED OFFICE

‘Agarwal House’, Ground Floor,
5, Yeshwant Colony, Indore (MP) – 452 003
Ph.: 91-731-4714000Fax: 91-731-4714090
E-mail:cs@availablefinance.in
Web-site: www.availablefinance.in

SHARE TRANSFER AGENT

(For Physical & Electronic mode)

M/s Ankit Consultancy Pvt. Ltd.

Plot No. 60, Electronic Complex,

Pardeshipura, Indore (M.P.) – 452 010

Ph.: 91-731-4281333, 4065797/99, 2551745 Fax: 91-731-4065798

E-mail: rtaindore@gmail.com ankit_4321@yahoo.com support@ankitonline.com

AUDIT COMMITTEE MEMBERS

- | | | |
|--------------------------------|---|---------------------------|
| ➤ Ms. Priyanka Jha | : | Chairperson& Member |
| ➤ Mrs. Neelam Sharma | : | Member |
| ➤ Mr. Yogendra Narsingh Shukla | : | Member (up to 22.08.2019) |
| ➤ Mr. Dwarkadas Kushwah | : | Member (From 22.08.2019) |

STAKEHOLDER RELATIONSHIP COMMITTEE MEMBERS

- | | | |
|--------------------------------|---|---------------------------|
| ➤ Ms. Priyanka Jha | : | Chairperson& Member |
| ➤ Mrs. Neelam Sharma | : | Member |
| ➤ Mr. Yogendra Narsingh Shukla | : | Member (up to 22.08.2019) |
| ➤ Mr. Dwarkadas Kushwah | : | Member (From 22.08.2019) |

NOMINATION AND REMUNERATION COMMITTEE MEMBERS

- | | | |
|--------------------------------|---|---------------------------|
| ➤ Ms. Priyanka Jha | : | Chairperson& Member |
| ➤ Mrs. Neelam Sharma | : | Member |
| ➤ Mr. Yogendra Narsingh Shukla | : | Member (up to 22.08.2019) |
| ➤ Mr. Dwarkadas Kushwah | : | Member (From 22.08.2019) |

AVAILABLE FINANCE LIMITED



NOTICE FOR THE 28TH ANNUAL GENERAL MEETING

Notice is hereby given that the 28th Annual General Meeting of the members of AVAILABLE FINANCE LIMITED (CIN: L67120MP1993PLC007481) will be held on **Wednesday, the 30th day of September, 2020 at 12:30 P.M.** through Video Conferencing (VC)/Other Audio Visual Means (OAVM) for which purposes the registered office of the company situated at "Agarwal House", Ground Floor, 5, Yeshwant Colony, Indore (MP)-452003 shall be deemed as the venue for the Annual General Meeting, to transact the following businesses:

ORDINARY BUSINESSES:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements containing the Audited Balance Sheets as at 31st March, 2020, Profit & Loss the Statement of and Cash Flow and Changes in Equity, and the Reports of the Boards and Auditors thereon as on that date.
2. To Re-appoint M/s Mahendra Badjatya & Co. Chartered Accountants (Firm Registration No. 001457C) for Second consecutive Term of 5 (Five) Years, as the Statutory Auditors of the Company and to fix their remuneration and to consider and, if thought fit, pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 139 and 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s Mahendra Badjatya & Co. (FRN 001457C) Chartered Accountants be and are hereby re-appointed as the Statutory Auditors of the Company to hold office for their second consecutive term of 5 (Five) year from the conclusion this Annual General Meeting till the conclusion of the 33rd Annual General Meeting to be held in year 2025, on such remuneration and terms and conditions as may be mutually agreed between the Board of Directors of the Company and Statutory Auditors."

SPECIAL BUSINESSES:

3. For approval of transactions/contracts/arrangements with Related Parties under section 188 of the Companies Act 2013 and Regulation 23 of the SEBI (LODR) Regulations, 2015:

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 188 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 as amended from time to time, and the Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Company's policy on Related Party transactions, consent of the members of the company be and is hereby accorded to enter into transactions/contracts/ agreements, in the ordinary course of its business and on arm's length basis, for purchase, sale or deal in the products, stock in trade or such other transactions, on such terms and conditions as may be mutually agreed upon between the company and all related party for an amount not exceeding aggregating **Rs.800.00 Crore (Rupees Eight Hundred Crores only)** in each financial year.

RESOLVED FURTHER THAT the Board of Directors of the company, jointly and/or severally, be and is hereby authorized to do or cause to be done all such acts, deeds and



things, settle any queries, difficulties, doubts that may arise with regard to any transaction with the related party, finalize the terms and conditions as may be considered necessary, expedient or desirable and execute such agreements, documents and writings and to make such filings as may be necessary or desirable, in order to give effect to this Resolution in the interest of the company.

4. For authority to the Board to give loans and advances, give guarantee and Provide Securities to other companies/Body Corporate under section 185 and 186 of the Companies Act, 2013:

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

RESOLVED THAT pursuant to the provisions of Section 185, 186 read with section 188 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Meetings of Board and its Powers) Rules, 2014 (including any amendment, modification or re-enactment thereof) and the SEBI (LODR) Regulations, 2015 as may be applicable, the approval of members of the company, be and is hereby accorded for authority to the Board of directors and/or committee thereof for providing any advance(s), loan(s), any loan represented by book debts, and/or to give guarantee or to provide any security on the assets of the Company in connection with loan taken by the companies/bodies corporate in which any director of the company is directly or indirectly concerned and/or interested from time to time subject to the maximum amount of Loan/Guarantee/Provide Securities of **Rs.800 Crore (Rupees Eight Hundred Crore only)** at any point of time.

5. Re-Appointment of Ms. Priyanka Jha (DIN: 07347415) as an Independent Director:

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

"RESOLVED THAT pursuant to the provisions of sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (LODR) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), **Ms. Priyanka Jha (DIN: 07347415)**, who was appointed as an Independent Director upto the 1st term of 5 years ending on 24th Nov., 2020 and being eligible, and has submitted a declaration for her independence and upon recommendation of the Nomination and Remuneration Committee and the Board of directors, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years, w.e.f. 25th Nov., 2020 to 24th Nov., 2025."

Place: Indore

Date: 19th August, 2020

Registered Office:

CIN: L67120MP1993PLC007481

"Agarwal House", Ground Floor,

5, Yeshwant Colony, Indore (MP)-452003

Notes:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020 issued by the Ministry of Corporate Affairs (MCA) followed by Circular No. 20/2020 dated 5th May, 2020, physical attendance of the Members to the AGM venue is not required and Annual General Meeting (AGM) can be held through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM only and no physical presence at the meeting is required.

By order of the Board

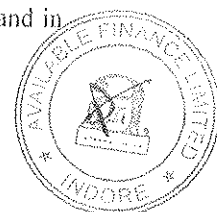

ANKUR SEN

COMPANY SECRETARY

ACS: 47684



2. Pursuant to the Circular No. 14/2020 dated 8th April, 2020, issued by the MCA, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM hence the proxy form and attendance slip are not annexed to this notice. However, the Body Corporate are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC/OAVM. Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution/authorization letter to the Scrutinizer by email through its registered email address to ishan1619@yahoo.co.in with a copy of the same marked to the Company at www.availablefinance.in.
4. Pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the MCA dated 8th April, 2020, 13th April, 2020 and 5th May, 2020, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has made an arrangement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, and independent agency for providing necessary platform for VC/OAVM and necessary technical support as may be required. Therefore, the facility of casting votes by a member using remote e-voting system as well as e-voting on the day of the AGM will be provided by NSDL.
5. The Notice calling the AGM alongwith complete Annual Report has been uploaded on the website of the Company at www.availablefinance.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Ltd. at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility and providing necessary platform for VC/OAVM) i.e. www.evoting.nsdl.com.
6. The recorded transcript of the forthcoming AGM shall also be made available on the website of the Company www.availablefinance.in as soon as possible after the Meeting is over.
7. In compliance with the aforesaid MCA Circulars dated 5th May, 2020 and SEBI Circular dated 12th May, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. However, if any specific request received from the members for demanding of the physical copy of the Annual Report will be provided by the company but subject to time taken by the courier and Postal Department looking to the Covid-19.
8. Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.
9. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013, which sets out details relating to Ordinary Business for Item No. 2 and Special Business i.e. Items No. 3 to 5 set out in the Notice, is annexed thereto.
10. The company has notified closure of Register of Members and Share Transfer Books from Thursday, 24th September, 2020 to Wednesday, 30th September, 2020 (both days inclusive) for the Annual General Meeting.
11. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. 23rd September, 2020 (Wednesday).
12. CS Ishan Jain & Co. Company Secretary in Whole Time Practice (F.R. No. I2014MP1139600, M. No. FCS 9978 & C.P. No. 13032) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the e-voting at the AGM and remote e-voting process in a fair and transparent manner.
13. Members desirous of obtaining any information concerning Accounts and Operations of the Company are requested to address their questions in writing to the Company at least 7 (Seven) days before the date of the Meeting at its email ID cs@availablefinance.in so that the information required may be made available at the Meeting.
14. The Members are requested to:
 - a) Quote their ledger folio number in all their correspondence.
 - b) Send their Email address to RTA for prompt communication and update the same with their DP to receive softcopy of the Annual Report of the Company.
15. Members are requested to notify immediately any change in their address and also intimate their active E-Mail ID to their respective Depository Participants (DPs) in case the shares are held in demat form and in



respect of shares held in physical form to the STA having email Id ankit_4321@yahoo.com; rtaindore@gmail.com to receive the soft copy of all communication and notice of the meetings etc., of the Company.

16. The report on the Corporate Governance and Management Discussion and Analysis also form part to the report of the Board Report.
17. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under section 189 of the Companies Act, 2013 will be available for inspection by the Members electronically during the AGM. Members seeking to inspect such documents can send an email to cs@availablefinance.in.
18. As per SEBI Circular dated 20th April, 2018 such shareholders holding shares of the company in the physical form are required to provide details of the Income Tax Permanent Account No. and Bank Account Details to the RTA having email Id ankit_4321@yahoo.com; rtaindore@gmail.com. The Company has already sent letter and 2 reminders in the physical form by the Registered Post. It may please be noted very carefully by the shareholders who are unable to provide required details to the Share Transfer Agent, or informed that the shares available in their name as per records to the share transfer agent does not belong to them or letter return back shall be subject to enhanced due diligence by the Company and the Share Transfer Agent.

19. Voting through electronic means::

Members are requested to carefully read the below mentioned instructions for remote e-voting before casting their vote.

- i. The voting period begins on 27th September, 2020 (Sunday) and ends on 29th September, 2020 (Tuesday). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (23rd September, 2020) may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
- ii. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC/OAVM but shall not be entitled to cast their vote again

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically on NSDL e-Voting system.

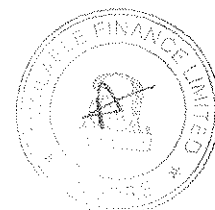
Details on Step 1 are mentioned below:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
 2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
 3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.
- Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.



c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***
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5. Your password details are given below:

- (a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- (b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- (c) **How to retrieve your 'initial password'?**
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- (a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- (b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- (c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to ishan1619@yahoo.co.in with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five



unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request to (Name of NSDL Official) at evoting@nsdl.co.in

20. Process for those shareholders whose email addresses are not registered with the Depositories for obtaining Login Credentials for E-Voting for the Resolutions proposed in this notice:

- i. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@availablefinance.in, rtaindore@gmail.com.
- ii. For Demat shareholders - please provide Demat account details (NSDL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) cs@availablefinance.in/ rtaindore@gmail.com.
- iii. The company/RTA shall co-ordinate with NSDL and provide the login credentials to the abovementioned shareholders.

21. Instructions for members attending the AGM through VC/OAVM are as under:-

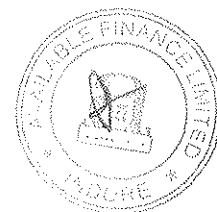
- i. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Shareholders/Members may access the same at www.evoting.nsdl.com under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
- ii. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- iii. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- iv. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- v. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **7 (seven) days** prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@availablefinance.in The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 (seven) days** prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@availablefinance.in These queries will be replied by the company suitably by email.
- vi. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

22. Instructions for members for E-Voting during the AGM are as under:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
5. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

23. Note for Non-Individual Shareholders and Custodians

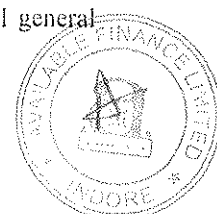
1. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evoting.nsdl.com> and register themselves in the "Corporates" module.
2. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to evoting@nsdl.co.in.



3. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
4. The list of accounts linked in the login should be mailed to evoting@nsdl.co.in and on approval of the accounts they would be able to cast their vote.
5. A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
6. Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; www.availablefinance.in if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
7. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at <https://www.evoting.nsdl.com>, under help section or write an email to evoting@nsdl.co.in. or call toll free no. 1800-222-990. All grievances connected with the facility for voting by electronic means may be addressed to Shri Nitin Ambure Vice President, (NSDL,) National Securities Depository Limited, Trade World A Wing, Kamla Mills Compounds, Lower Parel Mumbai - 400013 or send an email to evoting@nsdl.co.in or call toll free no. 1800-222-990.

24. Other Instructions

1. Members can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
2. Any person, who acquires shares of the Company and become member of the Company after mailing of the notice and holding shares as on the cut-off date i.e. 23rd September, 2020 (Wednesday), may obtain the login ID and password by sending a request at raindore@gmail.com.
3. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. 23rd September, 2020 (Wednesday), only shall be entitled to avail the facility of remote e-voting as well as e-voting at the AGM.
4. The Chairman shall, at the AGM at the end of discussion on the resolutions on which voting is to be held, allow e-voting to all those members who are present/logged in at the AGM but have not cast their votes by availing the remote e-voting facility.
5. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairperson or a person authorized by him in writing, who shall countersign the same.
6. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.availablefinance.in and on the website of NSDL immediately. The Company shall simultaneously forward the results to BSE Ltd., where the shares of the Company are listed.
7. For any other queries relating to the shares of the Company, you may contact the Share Transfer Agents (STA) at the following address:
M/s. Ankit Consultancy Pvt. Ltd.
60, Electronic Complex, Pardeshipura, Indore (M.P.) 452010
Tel: 0731-4281333, 4065797/99E-mail: ankit_4321@yahoo.com, info@ankitonline.com
8. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to STA in case the shares are held by them in physical form.
9. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to STA, in case the shares are held in physical form.
10. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
11. Members may also note that the Annual Report for year 2019-20 is also available on Company's website www.availablefinance.in
12. The Brief profile of the director seeking Appointment/re-appointment at the ensuing annual general meeting is annexed with the Notice.



13. As the 28th AGM is being held through VC/OAVM, the route maps is not annexed to this Notice.
**PARTICULARS OF DIRECTOR SEEKING APPOINTMENT/RE-APPOINTMENT/CONTINUANCE
OF APPOINTMENT AT FORTHCOMING ANNUAL GENERAL MEETING**

Name of the Director	Mrs. Priyanka Jha (Independent Director)
DIN	07347415
Date of Birth	18/10/1991
Date of re-appointment	25/11/2020
Qualification	MBA (Finance)
Expertise in specific area	Financial Activities
List of Outside Directorship held	Ad-Manum Finance Limited
Chairman / Member of the Committees of the Board of Directors of the Company	Chairperson of:- 1. Audit Committee; 2. Nomination and Remuneration Committee; 3. Stakeholder Relationship Committee
No. of Equity Shares held	Nil

EXPLANATORY STATEMENT IN TERMS OF SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF SPECIAL BUSINESSES:

Item No. 2

Members are hereby informed that upon the recommendation of the Audit Committee, Board of Directors of your Company proposes for the re-appointment of M/s Mahendra Badjatiya & Co., Chartered Accountants (F.R.No. 001457C) and who is having valid Peer Review Certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India as required under the SEBI (LODR) Regulations, 2015 as the Statutory Auditors of the Company for the second term of 5 (Five) consecutive Years upon expiry of the 1st Term of five consecutive year on the conclusion of this ensuing annual general meeting. The proposed auditor firm is a partnership concern having more than 2 partners and therefore, eligible to be re-appointed for the second term of 5 (five) years on the remuneration plus applicable taxes and reimbursement of out of pocket expenses at actual as may be approved by the Board of Directors on the recommendation of the Audit Committee. The Statutory Auditors has given their consent and eligibility certificate for their re-appointment as the Statutory Auditors which will be available for inspection of the Members electronically during the 28th AGM. Members seeking to inspect such documents can send an email to cs@availablefinance.in, during business hours up to the date of the Meeting.

Your Board of directors recommends passing necessary Ordinary Resolution as set out in the Item No. 2 of the Notice.

None of the Directors, Key Managerial Personal or their relatives are concerned or interested financial or otherwise in the aforesaid resolution.

Item No. 3

Applicable provision of Section 188 and any other applicable provision of the Companies Act 2013 and rules framed thereunder all the Related Party Transaction(s) shall require prior approval of the Audit Committee of the Board and all Material Related Party Transaction(s) shall require prior approval of the Members.

The Company proposing to enter into transaction(s) with Related Parties for sale/purchase/supply of to/from Related Party, selling or otherwise disposing of, or buying, property of any kind from/to Related party, giving/taking property on lease to/from Related Party, availing or rendering of any service from/to Related Party etc. whether material or otherwise, approval is granted for a further period of 5 years. Related Party Transaction(s) up to an estimated annual value of **Rs.800.00 Crore (Rupees Eight Hundred Crores only)** Per Annum excluding taxes etc. in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and the Related Party.

In the light of the above, Your Company proposes for dealing through such transaction(s) with the said Related Party.



The individual transaction values would be commercially agreed based on mutual discussions/negotiations with Related Parties.

As per provision of the Companies Act, 2013 along with rules made thereunder, a transaction with a related party shall be considered material, if the transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds the limit specified in the provision of the Companies Act, 2013 as per the Last audited Financial Statements of the Company. All material Related Party transaction(s) shall require approval of the Members.

In the Compliance of the said regulations, the Board has reviewed and approved the said ongoing transactions. These transactions may be considered as material/immaterial for the coming financial years, the Board has proposed the same to be placed before the members for their approval as an Ordinary Resolution. The said fresh approval would be effective for the period of 5 (Five) years. Looking at the nature of business of the Company and the transactions, such approval of Members for the period of 5 (Five) years would be essentially required at this point of time.

The disclosure as required under the Rule 15 of the Companies (Meetings of Board and its powers) Rules, 2014 areas under:

Name of the related party	Name of the director or KMP who is related	Nature of relationship	Nature, material terms and particulars of contracts or arrangements	Amount (₹) & Other information relevant or important for the members to take decision on the proposed resolution
Mr. Vinod Kumar Agarwal	-	Related through the Promoters Body Corporate	Rent	Upto Rs. 30 Lakh Per Annum
Mr. Tapan Agarwal	-	Do	Rent	Upto Rs. 20 Lakh Per Annum
Ad-Manum Finance Limited	-	Do	Inter-Corporate Loan & Interest	Upto Rs. 100 Crore Per Annum
Agarwal Fuel Corporation Private Limited	-	Group Company of the Promoters Body Corporate	Inter-Corporate Loan & Interest	Upto Rs. 150 Crore Per Annum
Archana Coal Private Limited	-	Do	Inter-Corporate Loan & Interest	Upto Rs. 75 Crore Per Annum
Agarwal Coal Corporation Private Limited	-	Do	Inter-Corporate Loan & Interest	Upto Rs. 150 Crore Per Annum
Agarmin Coalwashery Private Limited.	-	Do	Inter-Corporate Loan & Interest	Upto Rs. 100 Crore Per Annum
Agarwal Mining Private Limited	-	Do	Inter-Corporate Loan & Interest	Upto Rs. 75 Crore Per Annum
Agarwal Real City Private Limited.	-	Do	Inter-Corporate Loan & Interest	Upto Rs. 100 Crore Per Annum
Agarwal Real Infra LLP	-	Do	Inter-Corporate Loan & Interest	Upto Rs. 49.50 Crore Per Annum

Promoters, Key Managerial Personnel or their respective relatives of the body corporates standing in the position of the Promoters may concerned or interested, financially or otherwise, directly or indirectly in this Resolution.

The Board recommends an Ordinary Resolution set out at Item No. 3 of the Notice for approval by the Members.



Item No.4

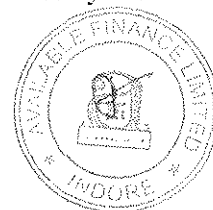
As per section 185 and 186 of the Companies Act, 2013 as amended by the Companies (Amendment) Act, 2017 which is effective from 7th May, 2018 which empowers the Board of Directors of the company to give advances, loans including any loan represented by book debts or give any guarantee or provide any security in connection with any loan taken by any company and/or body corporate in whom any or all the director(s) of the company are considered as directly/indirectly concerned or interested subject to the approval of members by way of Special Resolution. Therefore in view of the requirements of other companies or the body corporate in which one/or more directors may be concerned or interested, directly or indirectly may be required to provide its financial support by way of providing short term or long term loans, advances and/or to provide guarantee or security on the assets of the Company on behalf of such companies/body corporate to such other bank/financial institution which provides loans and advances whether fund based or non-fund based credit facilities as the case may be from time to time in view of the business requirements of such companies to support them. The Board considered that it may needs to provide the advances, loans or to provide guarantee or security subject to the maximum of **Rs. 500.00 Crores (Rupees Five Hundred CroresOnly)** to the parties.

Name of the related party	Name of the director or KMP who is related	Nature of relationship	Nature, material terms and particulars of contracts or arrangements	Amount (₹) & Other information relevant or important for the members to take decision on the proposed resolution
Ad-Manum Finance Limited	-	Group Company /LLP of the Promoters Body Corporate	Inter-Corporate Loan & Interest	Upto Rs. 100 Crore Per Annum
Agarwal Fuel Corporation Private Limited	-	Do	Inter-Corporate Loan & Interest	Upto Rs. 150 Crore Per Annum
Archana Coal Private Limited	-	Do	Inter-Corporate Loan & Interest	Upto Rs. 75 Crore Per Annum
Agarwal Coal Corporation Private Limited	-	Do	Inter-Corporate Loan & Interest	Upto Rs. 150 Crore Per Annum
Agarmin Coalwashery Private Limited	-	Do	Inter-Corporate Loan & Interest	Upto Rs. 100Crore Per Annum
Agarwal Mining Private Limited	-	Do	Inter-Corporate Loan & Interest	Upto Rs.75 Crore Per Annum
Agarwal Real City Private Limited.	-	Do	Inter-Corporate Loan & Interest	Upto Rs. 100 Crore Per Annum
Agarwal Real Infra LLP	-	Do	Inter-Corporate Loan & Interest	Upto Rs. 50 Crore Per Annum

However, before providing aforesaid loans, advances or guarantee and securities the Board shall ensure that:-

- 1) The said loan will be used by entities in their normal course of business.
- 2) Compliance under section 186 and 188 of the Companies Act, 2013;
- 3) The related entity will check their limit as prescribed under section 180 of the Companies Act, 2013 if applicable

The Board recommends a Special Resolution set out at Item No. 4 of the Notice for approval by the Members.



Promoters, Key Managerial Personnel or their respective relatives of the body corporates standing in the position of the Promoters may concerned or interested, financially or otherwise, directly or indirectly in this Resolution.

Item No. 5

Ms. Priyanka Jha (DIN: 07347415) was appointed as the Independent Directors of the Company to holds office as Independent Director up to 24th November, 2020 ("first term").

The Nomination and Remuneration Committee (NRC) of the Board of Directors, on the basis of the report of performance evaluation, has recommended for her re-appointment as the Independent Directors for a second term of 5 (five) consecutive years on the Board of the Company.

The Board, based on the performance evaluation and as per the recommendation of the NRC, considers that, given her background and experience and contributions made by her during her tenure, the continued association would be beneficial to the Company and it is desirable to continue to avail her services as an Independent Director.

Accordingly, it is proposed to re-appoint her as an Independent Director, not liable to retire by rotation.

Aforesaid independent director proposed for re-appointment is not disqualified to act as a Director in terms of section 164 of the Act and other applicable laws and has given her consent to act as a Director. The Company has also received declaration from her stating that she meets the criteria of independence as prescribed under section 149(6) of the Act and under the SEBI (LODR) Regulations, 2015. In the opinion of the Board, she fulfils the criteria of independency and the conditions for her re-appointment as an Independent Director as specified in the Companies Act, 2013 and the SEBI (LODR) Regulation, 2015 and further she is also registered under the Independent Directors Databank maintained by IICA.

Copy of draft letter of re-appointment setting out the terms and conditions of the re-appointment is available for inspection by the members at the Registered Office and on the website of the Company.

The aforesaid director may be deemed to be interested in the resolution to the extent of the fee for attending the meetings as may be payable, if any, in the Company. Save and except the above, none of the other Directors/Key Managerial Personnel/their relatives are in any way, concerned or interested, financially or otherwise, in the resolution.

Your directors recommend to pass the resolution as set out in the Item No. 5 of the Notice by way of special resolution.

Place: Indore

Date: 19th August, 2020

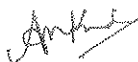
Registered Office:

CIN: L67120MP1993PLC007481

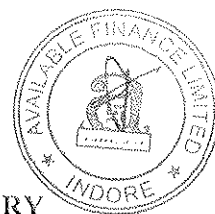
"Agarwal House", Ground Floor,

5, Yeshwant Colony, Indore (MP)-452003

By order of the Board



**CS ANKUR SEN
COMPANY SECRETARY
ACS: 47684**



AVAILABLE FINANCE LIMITED



BOARDS' REPORT

To,
The Members of,
Available Finance Limited
Indore.

Your Director(s) are pleased to present their 28th Annual Report and the Company's Standalone and Consolidated Audited Financial Statement for the year ended 31st March, 2020.

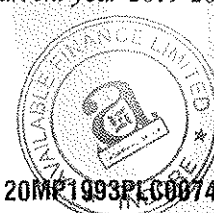
1. Financial Results

The Company's Financial Performance for the year ended 31st March, 2020 is summarized below:

(Amount in 000)

PARTICULARS	Standalone		Consolidated	
	2019-20	2018-19	2019-20	2018-19
Revenue From Operations	10930.79	5614.34	10930.79	5614.34
Other Income	483.74	0.00	483.74	0.00
Total Income	11414.53	5614.34	11414.53	5614.34
Profit before Depreciation, Interest & other adjustments	10050.21	3448.05	10050.21	3448.05
Less : Finance Cost	277.14	3638.06	277.14	3638.06
: Depreciation	1.05	1.05	1.05	1.05
Profit Before Tax & Adjustment	9772.02	(191.06)	9772.02	(191.06)
Less: Provision for current Income Tax	150.00	0	150.00	0
Deferred Tax Provision Written Back	0	0	0	0
Excess Provision of income tax writtenBack	0	0	0	0
Earlier Year Income Tax	55.71	85.36	55.71	85.36
Provision for Standard Assets (NPA)	0	0	0	0
Exceptional Item	0	0	0	0
Profit for the year	9566.32	(276.41)	9566.32	(276.41)
Share in profit of Associates	0	0	472144.76	353181.76
Consolidated Profit for the Year	0	0	481711.08	352905.34
Earnings Per Share	0.94	(0.03)	48.39	34.59
Other Comprehensive Income	(2784.24)	(1755.71)	(2659.01)	(1755.71)
(i) Items that will not be classified to profit or loss				
Total Comprehensive income for the period	6782.07	(2032.13)	479052.07	351149.63
Add : Balance of Profit B/F From Previous Year	13313.78	13590.20	13313.78	13590.20
Amount available for appropriation	22880.10	13313.78	2503100.89	2347473.77
Transfer to NBFC Reserve	(1913.26)	0	(1913.26)	0
Balance carried to Balance Sheet	20966.84	13313.78	2505014.15	2347473.77
TOTAL	20966.84	13313.78	2505014.15	2347473.77

The Company has adopted IND AS w.e.f. 1st April, 2019, accordingly the figures for the previous year ended 31st March, 2019 have been prepared and re-arranged/re-grouped to make comparable with the current year 2019-20 in accordance with IND AS as prescribed under section 133 of the Companies Act, 2013



2. Performance of the Company

During the year the Company has achieved a total revenue for the year of Rs 114.14 Lakhs (Previous Year Rs. 56.14 Lakhs and Profit/(loss) after Tax of Rs. 95.66 Lakhs as against Loss of Rs.(2.76) Lakhs in the previous year.

3. Business Activities

The Company is engaged in the business of Loans and Investments and categorized as Non Banking Financial Company and having registration as the NBFC Company from the Reserve Bank of India (RBI). In view of the adverse financial conditions and increasing the Non Performing Assets (NPA), the Management considered that the Company holds majority of investment in its group companies and also as per the Statutory Auditors Certificate the company falls under the CIC (Core Investment Company) category for which the company has already been applied to Department of Supervision of RBI Bhopal.

4. Impact of Covid-19 Pandemic

In the last month of F.Y. 2019-2020, the COVID-19 pandemic developed rapidly into a global crisis, forcing governments to enforce lock-downs of all economic activity. For the Company, the focus immediately shifted to ensuring the health and well-being of all employees and on minimizing disruption to services for all our customers globally. Like other businesses, the business of the Company being primarily a Non-Banking Financial Company ("NBFC") (ND-SI), has also been severely impacted by COVID-19 pandemic due to lockdown imposed by the Central/State Government and local administrative authorities.

5. Dividend

In order to preserve the profit and to utilize such amount in the business activities, your Directors do not recommend any dividend during the year ended 2019-2020 under review. (Previous year: Nil)

6. Transfer of Amount to the General Reserve or any other Reserves

During the year, your company has not transferred any amount to General Reserve or any other reserves except that the Company has transferred amount Rs.19.13 Lakhs this year to the NBFC Reserves as per requirement of the Directions of the RBI to the NBFC Companies for Current Year. (Previous year Nil)

7. Non-Performing Assets and Provisions required

The company has ascertained NPA under Non-Banking Financial (Non deposit accepting or holding) Company's Prudential norms (Reserve Bank) Directions, 2007, as amended from time to time, and made adequate provisions there against. The company did not recognize interest income on such NPAs.

8. Holding/Associate/Subsidiary/Joint Venture Companies

Your company does not have any subsidiary and joint venture; however, your Company is a subsidiary company of Archana Coal Private Limited (CIN: U01122MP1991PTC006664). The company also have 2 (two) Associate Companies, i.e.

(a) Agarwal Coal Corporation Private Limited (CIN: U23109MP2000PTC014351) in which the your company is 27.85% of the total voting rights of the company.

(b) Agarwal Fuel Corporation Private Limited (CIN: U45203MP1980PTC001674) in which the your company is holding 32.27% of the total voting rights of the company.

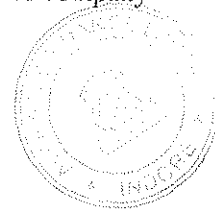
within the meaning of section 2(46) and 2(6) of the Companies Act, 2013. The Company have also prepared the consolidated financial statement and attached with the annual report. The details thereof in Form No. AOC-1 attached herewith as per *Annexure – I*.

9. Disclosure u/s 134 (3) of the Companies Act, 2013 (the Act)

Pursuant to the provisions of Section 134(3) read with Companies (Accounts) Rules, 2014. The required information's & disclosures to the extent applicable to the company are discussed elsewhere in this report and their relevant information's are as under:-

(a) The extracts of Annual Return in Form MGT-9 as per *Annexure-II* and is also hosted on the website (www.availablefinance.in) of the company as per the requirement of the Act.

(b) Policy of company for the appointment of Directors and their remuneration is hosted on the website (www.availablefinance.in) of the company as per the requirement of the section 178 of the company Act, 2013.



- (c) The particulars of related party contracts as per u/s 188 of the Companies Act, 2013 are enclosed in form AOC-2 *Annexure -III*
- (d) The ratio of the remuneration of each director to the median employee's remuneration and other details in terms of u/s 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are forming part of this report and is annexed as per *Annexure -IV*.
- (e) There is no employee drawing remuneration of Rs.8,50,000/- per month or Rs.1,02,00,000/- per year, therefore, the disclosure of particulars of employees as required U/s 197(12) of the Companies Act, 2013 read with Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are not applicable to the Company

10. Name of the top 10 employees in terms of remuneration drawn in the financial year 2019-2020

The Company is having only 2 (Two) employees on 31st March, 2020 and the particulars thereof in terms of remuneration drawn as per rule 5(2) read with rule 5(3) of Companies (Appointment and remuneration of Managerial Personnel) Rules, 2014 as amended, is annexed with the report as *Annexure- V*.

11. Board Meeting

During the FY 2019-20, 11(Eleven) Board Meetings were convened and held. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 along with their rules, Secretarial Standard and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI (LODR) Regulations. The details of the Board meetings held during the year along with the attendance of the respective directors there at are set out in the Corporate Governance Report forming part of this Annual Report.

12. Disclosure of Codes, Standards, Policies and Compliances there under

a) Know Your Customer and Anti money laundering measure policy.

Your company has a Board approved Know Your Customer (KYC) and Anti Money Laundering measure policy (AML) in place and adheres to the said policy. The said policy is in line with the RBI Guidelines.

The Company also adheres to the compliance requirement in terms of the said policy including the monitoring and reporting of cash and suspicious transactions. There are however, no cash transactions of the value of more than Rs. 10,00,000/- or any suspicious transactions whether or not made in cash noticed by the company in terms of the said policy.

b) Fair Practice Code

Your company has in place a Fair Practice Code (FPC), as per RBI Regulations which includes guidelines from appropriate staff conduct when dealing with the customers and on the organizations policies vis-a-vis client protection. Your company and its employees duly complied with the provisions of FPC.

c) Code of Conduct for Board of Directors and the Senior Management Personnel

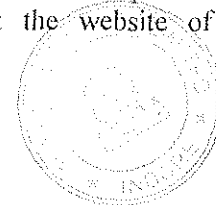
Your company has adopted a code of conduct as required under Regulation 17 of SEBI (LODR) Regulations 2015, for its Board of Directors and the senior management personnel. The code requires the Directors and employees of the company to act honestly, ethically and with integrity and in a professional and respectful manner. A certificate of the Management is attached with the Report in the Corporate Governance section.

d) Code for Prohibition of Insider Trading Practices

Your company has in place a code for prevention of insider trading practices in accordance with the model code of conduct, as prescribed under SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended and has duly complied with the provisions of the said code.

e) Whistle blower policy

Pursuant to the provisions of Section 177(9) and (10) of the Companies Act, 2013 read with rule 7 of Companies (Meeting of Boards and its powers) Rules, 2014 and Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the company had adopted a whistle blower policy which provides for a vigil mechanism that encourages and supports its Directors and employees to report instances of unethical behavior, actual or suspected, fraud or violation of the company's code of conduct policy. It also provides for adequate safeguards against victimization of persons who use this mechanism and direct access to the chairman of audit committee in exceptional cases. Policy of the whistle blower of the Company has been given at the website of



theCompanyat<http://www.availablefinance.in/Whistle%20Blower%20Policy%20&%20Vigil%20Mechanism.pdf> and attached the same as *Annexure VI* to this report.

f) Prevention, Prohibition and Redressal of Sexual Harassment of women at work place

The company has in place a policy on prevention, prohibition and redressal of sexual harassment of women at workplace and has also constituted an Internal Committee as per law. The primary objective of the said policy is to protect the women employees from sexual harassment at the place of work and also provides for punishment in case of false and malicious representations. Statement showing the number of complaints filed during the financial year and the number of complaints pending as on the end of the financial year is shown as under: -

Category	No. of complaints pending at the beginning of F.Y. 2019-20	No. of complaints filed during the F.Y. 2019-20	No. of complaints pending as at the end of F.Y. 2019-20
SexualHarassment	Nil	Nil	Nil

however, no complaint is received by the company under the said law in FY 2019-20.

g) Nomination, Remuneration and Evaluation policy (NRE Policy)

The Board has, on the recommendation of the nomination and remuneration committee framed a remuneration policy as prescribed under the provisions of section 178 of Companies Act, 2013 and Regulation 19 of SEBI (LODR) Regulations, 2015. Policy of the Company is available at the website of the Company at

<http://www.availablefinance.in/Nomination%20and%20Remuneration%20Policy.pdf>

h) Related Party Transactions Policy

Transactions entered with related parties as defined under section 188(1) of the Companies Act, 2013 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 during the financial year were mainly in the ordinary course of business and on an arm's length basis and were not material. The related party transaction policy as formulated by the company defines the materiality of related party and lays down the procedures of dealing with related party transactions. The details of the same are posted on the Company website(<http://www.availablefinance.in/Related%20Party%20Transaction%20Policy.pdf>).

All related Party Transaction are placed before the Audit Committee and obtained prior approval. Prior omnibus approval of the Audit Committee is also obtained for the transaction which are repetitive in nature. A statement of all Related Party Transaction is placed before the Audit Committee for its review on a quarterly basis, specifying the nature and value of the transaction.

i) Corporate Social Responsibility Committee (CSR) Policy

As per the provisions of Section 135 of Companies Act, 2013 and rules made there under, the company does not fall under the threshold limit, thereof was no requirement to constitute CSR Committee as well formulate any policy thereof.

13. Listing of Shares of the Company

The equity shares of the company continue to remain listed on BSE Limited (Security Code:531310). The company has paid the due listing fees to BSE Limited for the financial year 2020-21 on time.

14. Director's Responsibility Statement

The Director's Responsibility Statement referred to Section 134(3)(c) and 134(5) of the Act :

- That in the preparation of the annual accounts for the year ended 31st March, 2020, the applicable Indian accounting standards (IND-AS) read with requirements set out under Schedule III to the Act, have been followed and there is no material departures from the same;
- 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 31st March, 2020 and of the profit of the company for the year ended on that date;
- The directors had 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;
- That the Annual Financial Statements have been prepared on a "going concern" basis;



- e) The directors had laid down Proper internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

15. Directors and Key Managerial Personnel

a) Directors and KMPs

During the period under review and till the date of this Board Report the following changes were made;

- (a) Mr. Rakesh Sahu (DIN 08433972) has been appointed as Whole-time Director & Chief Financial Officer(KMP) w.e.f. 29th May 2019;
- (b) Mr. Dwarkadas Kushwah (DIN 00242759) was appointed as an Additional Director in the category of Independent Director w.e.f. 22nd Aug., 2019 and further members has confirmed his appointment in 27th Annual General Meeting held on 30th Sept., 2019.;
- (c) Mr. Yogendra Narsingh Shuka has resigned from the post of the Director in the category of Independent Director and has been appointed as CEO of the company w.e.f. 22nd Aug., 2019;
- (d) Ms. Prachi Rath, Company Secretary and Compliance Officer has resigned from the company w.e.f. 4th June, 2019;
- (e) Mr. Abhitap Kumar Jain was appointed as the Company Secretary and Compliance Officer of the company w.e.f. 4th June, 2019 and further resigned w.e.f. 31st Aug., 2019;
- (f) Mr. Ankur Sen was appointed as the Company Secretary and Compliance Officer w.e.f. 15th July, 2019.

b) Independent Director

Pursuant to the provision of the Companies Act, 2013, company is having 2 (Two) Independent Director including 1 (one) Women Director which are as follows:-

- (a) Mr. Dwarkadas Kushwah (DIN 00242759)
- (b) Ms. Priyanka Jha (DIN 07347415)

The Chairman of the Board is non-executive director.

Pursuant to the provisions of sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (LODR) Regulations, **Ms. Priyanka Jha** (DIN: 07347415), proposed for re-appointment as an Independent Director of the Company in the ensuing Annual General Meeting, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years, w.e.f. 25th November, 2020 to 24th November, 2025. Necessary information on the Director(s) seeking appointment/ reappointment has been given in the Notice of the ensuing Annual General Meeting.

16. Declaration for Independency of Independent Directors

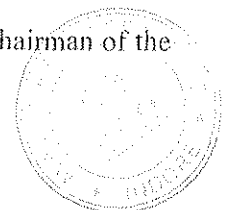
The Company have received necessary declaration from all the independent directors as required under section 149(6) of the Companies Act, 2013 confirming that they meet the criteria of Independence as per the SEBI (LODR) Regulation, 2015 and the Companies Act, 2013. In the Opinion of the Board, all the independent directors fulfill the criteria of the independency as required under the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015. All the Independent Directors are also registered with the databank maintained by the IICA as per the requirement of the Companies Act, 2013.

17. Performance Evaluation

The Company has devised a policy for performance evaluation of the Board, Committees and other individual Directors (including Independent Directors) which include criteria for performance evaluation of Non-executive Directors and Executive Directors. The evaluation process inter alia considers attendance of Directors at Board and committee meetings, acquaintance with business, Communicating inter se board members, effective participation, domain knowledge, compliance which code of conduct, vision and strategy.

The Board carried out an annual performance evaluation of the Board, Committees, Individual Directors and the Chairperson. The Chairman of the respective Committees hared the report on evaluation with the respective committees' members. The performance of each committees was evaluated by the Board, based on report on evaluation receive committees.

The report on performance evaluation of the Individuals Directors was reviewed by the Chairman of the Board and feedback was given to Directors.



18. Annual Evaluation

Pursuant to the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations 2015, an Annual Performance evaluation of the Board, the Directors individually as well as the evaluation of the working of the board committees including audit committee and other committees of the Board of Directors of the company was carried out during the year and is covered under the corporate governance report forming part of this Annual Report.

19. Significant/ Material Orders passed by the Regulator or Court or Tribunals

There were no significant/material orders passed by any regulator or court or tribunal which would impact the going concern status of the company and its future operations.

20. Secretarial Auditors and their report

Pursuant to the provisions of section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board had appointed M/s Ishan Jain & Co., Practicing Company Secretaries, Indore to undertake the Secretarial Audit of the company for the F.Y. 2019-20. The Secretarial Audit Report for the F.Y. ended March 31st, 2020 is annexed as *Annexure – VII*.

The said Report does contain the following observations, which are not material qualification, but on the procedural issues relating to compliances and the Board also submit their comments as under;

- (a) **Observations:** *The company was required to submit the statement of Related party transactions for the year ended 30.09.2019 within a period of 30 days from the submission of the Financial results to the Stock exchange i.e on or before 14th December ,2019 whereas the company has submitted the same on 5th May 2020.*

Management Reply: The Company has submitted the statement of Related Party Transactions for the half year ended 30.09.2019 in the Corporate Governance Report submitted to BSE Ltd. However, the same was not separately disclosed inadvertently without any malafide intention and not prejudice to the interest of the members of the Company. Further, the company has rectified its mistake and filed the statement of related party transactions for the half-year ended on 30th Sept., 2019, on 5th May 2020

- (b) **Observations:** *The company was required to submit disclosure to the BSE regarding any change in the Directors & KMP. However, it has not submitted the same for the further appointment of Mr. Rakesh Sahu, CFO as the Whole-time director w.e.f. 29th May 2019.*

Management Reply: The Company has given intimation of Appointment in the outcomes of the board meeting dated 29th May 2019. However, the same was not separately disclosed inadvertently without any malafide intention and not prejudice to the interest of the members of the Company.

- (c) **Observations:** *The Company has conveyed and held meetings of the NRC 08.08.2019 and 31.08.2019, however it has not been disclosed the same in the Corporate Governance Report filed for the quarter ended September, 2019.*

Management Reply: The Company has given intimation of the meetings of Nomination and Remuneration Committee 08.08.2019 and 31.08.2019 in the succeeding quarter December 2019.

- (d) **Observations:** *As per Master Circular No. RBI/2015-16/26 DNBR (PD) CC.NO 061/03.1.119/2015-16 dated 1st July 2015 , the company was required to take prior –approval of RBI in case of changes in more than 30 % of the existing Non-independent Directors of the company and the company has only intimated the same to the RBI for that purposes.*

Management Reply: During the year there are certain changes in the Non-Independent Directors of the company and the company has given post-facto intimation of Appointment and resignation of Directors and KMP with additional information as required to RBI for changes made in the Board of Directors.

- (e) **Observations:** *Some Forms were filed by the Company after the prescribed time along with the adequate additional fee and this has reported as compliance by reference of payment of additional fees.*

Management Reply: The Management noted the same and in future will take appropriate steps for the same.

21. Committee of the Board

The Company has duly constituted the following Committee as per the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

- (a) **Audit Committee** as per section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (LODR) Regulations, 2015.



- (b) **Stakeholder Relationship Committee** as per section 178 of the Companies Act, 2013 and Regulation 20 of SEBI (LODR) Regulations 2015.
- (c) **Nomination and Remuneration Committee** as per section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (LODR) Regulations 2015.
- (d) **Risk Management Committee** as per Regulation 21 of SEBI (LODR) Regulations, 2015. *(Constituted Voluntarily)*

Apart from the aforesaid committees under the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 the Company has also constituted Internal Complaints Committee (ICC) under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. A detailed note on the Board and its committees is provided under the Corporate Governance Report section in this report.

22. Deposits

The Company is a non-deposit taking Category - B, NBFC Company. Therefore, provisions of section 73 to 76 of the Companies Act, 2013 read with Companies (Acceptance of Deposit) Rules, 2014 are not applicable to the company. However, the company does not have any public deposits within the meaning of section 73 of the Companies Act, 2013. Further that the Company has not accepted any deposit in contravention of the provisions of the Companies Act, 2013 as well as RBI directions.

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

Disclosure of particulars required u/s 134(3)(m) of the Companies Act, 2013 read with rule 8(3) of Companies (Accounts) Rules, on conservation of energy and technology absorption are not applicable as the Company is not having any manufacturing activities. There was no foreign exchange earnings and outgoing during the Financial Year (Previous year Nil).

24. Compliance of RBI Guidelines

The company continues to comply with all the requirements prescribed by the RBI for the NBFC Companies from time to time.

25. Internal Audit and Internal Financial Control System

The company has appointed an independent firm of Chartered Accountants for conducting the audit as per the internal audit standards and regulations. The internal auditor reports their findings to the audit committee of the board. The audit function maintains its independence and objectivity while carrying out assignments. It evaluates on a continuous basis, the adequacy and effectiveness of internal control mechanism with interaction of KMP and functional staff.

The company has taken stringent measures to control the quality of disbursement of loan and its recovery to prevent fraud. The company has also taken steps to check the performance of the functional employees of the company at branch level.

26. Corporate Governance & Management Discussion and Analysis

Regulation 34 read with Schedule V of SEBI (LODR) Regulations, 2015 and the Companies Act, 2013, the corporate governance report, management discussion and analysis certificate from Practicing Company Secretary regarding non disqualification, debarred for being appointed or continue to be appointed and the auditor's certificate regarding compliance of conditions of corporate governance is enclosed herewith as per *Annexure - VIII*.

27. Adequacy of Internal Financial Controls

The company has an adequate internal financial control backed by sufficient qualified staff, system software and special software's. The company has also an internal audit system by the external agency.

28. Disclosure as per terms of paragraph 13 of Non – Systemically Important Non Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2015

The desired disclosure is enclosed herewith as per attached financial statement.

29. Auditor and Auditor's Report

The Company's Auditors M/s Mahendra Badjatya & Co, (ICAI FRN 001457C) Chartered Accountants who were appointed as the Auditors of the Company in terms of Section 139 of the



Companies Act, 2013 to hold the office from the conclusion of 23rd Annual General Meeting held on 22nd September 2015 till the conclusion of this 28th Annual General Meeting for financial year 2019-2020 . The Auditors has furnished their eligibility letter confirming that they are eligible for Re-appointment as the auditors of the Company and having valid peer review certificate issued by the Peer Review Board of the ICAI .Your Board recommend their re-appointment and proposes to pass a resolution at the ensuing Annual General Meeting as set out in the notice for Re-appointment of the auditors for a period of Five years from the conclusion of this 28th Annual General Meeting to be held on 30th September , 2020 till the conclusion of 33rd Annual General Meeting to be held in year 2025. The Auditors Report and notes given therein by the auditors have been explained in the relevant notes to the financial statements for the period ended on 31stMarch, 2020 which are self-explanatory and need comments by the Board.

30. Change in the nature of business

During the year under review, there were no changes in the nature of business of the company

31. Material Changes and Commitments Affecting the Financial Position of the company:

The outbreak of the novel corona virus pandemic (Covid-19) is causing significant discrepancies in economic activities, the impact of which has been discussed in the Board Report which forms part of this Annual Report. Except the above no material changes and commitments affecting the financial position of the Company occurred during the Financial Year to which this financial statement relate and the date of report.

32. Particulars of Loans, Guarantees and Investments:

Since, the company is registered as NBFC with RBI, therefore, the provisions of section 186 of the Companies Act, 2013 and the rules made there under is not applicable on the company. However, the Company has made certain investment and provided loans to certain corporate during its ordinary course of business, details of which can be reviewed in the Financial Statements of the company.

33. Details in respect of fraud reported by auditor's u/s 143(12) other than those which are reportable to the Central Government

There is no fraud which are reportable by the Auditors to the Central Government, and which needs to be disclosed in the Board report during the year under review.

34. Capital Structure and Finance

The Paid-up Equity Share Capital as on 31st March, 2020 is Rs. 10,20,37,000/- divided into 1,02,03,700 Equity Shares carrying voting rights of Rs. 10/- each. During the year under review, the company has not issued any shares with differential voting rights nor granted stock options nor sweat equity Shares as on 31st March, 2020. Further that there is no change in the share capital of the company during the year under review.

35. Applicability of IND-AS

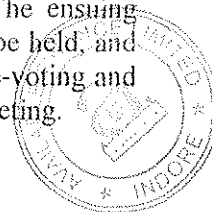
Rule 4(1)(iii)(a) of the Companies (Indian Accounting Standards) Rules, 2015 notified vide Notification No.G.S.R.111(E) on 16th Feb., 2015, provides that companies whose equity or debt securities are listed or are in the process of being listed on any stock exchange in India or outside India and having net worth of less than rupees five hundred crore; such company is required to comply with the requirement of the IND-AS. Since, your company fulfills above criteria. Therefore, IND AS has been applicable on the company w.e.f. 01stApril, 2019.

36. Compliance with Secretarial Standards:

The Board of Directors states that applicable Secretarial Standards issued by Institute of Company Secretaries of India has been duly followed by the Company.

37. Provision of voting by electronic means:

Your Company is providing E-voting facility under section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015. The ensuing AGM will be conducted through Video Conferencing/OVAM and no physical meeting will be held, and your company has made necessary arrangements with NSDL to provide facility for remote e-voting and e-voting at AGM. The details regarding e-voting facility is provided with the notice of the Meeting.



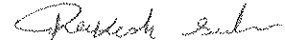
38. Acknowledgement

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

For and on Behalf of the Board



Priyanka Jha
Chairperson
DIN:07347415



Rakesh Sahu
Whole Time Director & CFO
DIN: 08433972

Date 19/08/2020
Place: Indore



Annexure-I**Form AOC-1**

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures

Part A Subsidiaries**(NOT APPLICABLE)**

(Information in respect of each subsidiary to be presented with amounts in Rs.)

1. SL. No.
2. Name of the subsidiary
3. The date since when subsidiary was acquired
4. Reporting period for the subsidiary concerned, if different from the holding company's reporting period.
5. Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.
6. Share capital
7. Reserves and surplus
8. Total assets
9. Total Liabilities
10. Investments
11. Turnover
12. Profit before taxation
13. Provision for taxation
14. Profit after taxation
15. Proposed Dividend
16. Extent of shareholding (in percentage)

Notes: The following information shall be furnished at the end of the statement:

1. The Company has no subsidiary/ies which is/are yet to commence operations.
2. The Company has no subsidiary/ies which have been liquidated or sold during the year.

Part B Associates and Joint Ventures

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

(Amount In Rs)

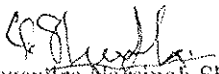
	Name of Associates or Joint Ventures	Agarwal Coal Corporation Pvt. Ltd. (ACCPL)	Agarwal Fuel Corporation Pvt. Ltd. (AFCPL)
1.	Latest audited Balance Sheet Date	31/03/2020	31/03/2020
2.	Date on which the Associate or Joint Venture was associated or acquired	23/06/2001 & 09/02/2004	22/02/2007 & 12/10/2011

3.	Shares of Associate or Joint Ventures held by the company on the year end		
	No.	800000	240520
	Amount of Investment in Associates or Joint Venture	50000000	33100450
	Extent of Holding (in percentage)	27.85	32.270
4	Description of how there is significant influence	27.85 % holding in Equity Shares of ACCPL	32.270 % holding in Equity Shares of AFCPL
5	Reason why the associate/ joint venture is not consolidated	Consolidation Made	Consolidation Made
6	Net worth attributable to shareholding as per latest audited Balance Sheet 31.03.2020	6120455167	2253051341
7.	Profit or Loss For the Year		
	i. Considered in Consolidation	338380334	49618413
	ii. Not Considered in Consolidation	876629842	104141776

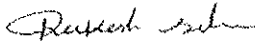
1. The Company has no associates or joint ventures which are yet to commence operations.
2. The Company has ceased to be associates of Agarwal Transport Corporation Private Limited (ATCPL) , Due to composite scheme of arrangement Under sec 230 to 232 of the companies Act 2013 The transport business undertaking of (ATCPL) has been Demerged in Agarwal Fuel Corporation Private Limited (AFCPL), and residual business has been Merged with Agarwal Real city Private Limited (ARCPL), this scheme has approved by NCLT Ahemdabad Indore bench. further there are no changes during the year.

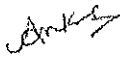
Note: This Form is to be certified in the same manner in which the Balance Sheet is to be certified”.

For Available Finance Limited


(Yogendra Narsingh Shukla)
Chief Executive Officer


(Priyanka Jha)
Director
DIN:07347415


(Rakesh Sahu)
Whole-Time-Director & CFO
DIN: 08433972


(Ankur Sen)
Company Secretary
ACS:47684

Date: 19.08.2020
Place: Indore



[illegible]

c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other...	-	-	-	-	-	-	-	-	-
Sub-Total (A)(2):	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoters (A) = (A)(1) + (A)(2)	6041046	0	6041046	59.20	6041046		6041046	59.20	-
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds / UTI	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-Total (B)(1):	-	-	-	-	-	-	-	-	-
(2) Non-Institutions									
a) Bodies Corporate									
i) Indian	957315	1200	958515	9.39	849125	1200	850325	8.33	(1.06)
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual Share holders holding nominal share capital upto 2 lakh	460932	301900	762832	7.48	498578	299900	798478	7.83	0.35
ii) Individual Share holders holding nominal share capital in excess of 2 lakh	1569140	871100	2440240	23.92	1675584	837200	2512784	24.63	0.71
c) Others (specify)									
i) NRI / OCBs	1067	0	1067	0.01	1067	0	1067	0.01	-
ii) Clearing Members / Clearing House	-	-	-	-	-	-	-	-	-
Sub-Total (B)(2):	2988454	1174200	4162654	40.80	3024354	1138300	4162654	40.80	-
Total Public Share holding (B)=(B) (1)+ (B)(2)	2988454	1174200	4162654	40.80	3024354	1138300	4162654	40.80	-
Grand Total (A+B)	9029500	1174200	10203700	100.00	9065400	1138300	10203700	100.00	0.00

ii) Shareholding of Promoters

Shareholders 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	
Archana Coal Pvt. Ltd.	5889946	57.72	0.00	5889946	57.72	0.00	0.00
Deepali Finance (P) Ltd.	151100	1.48	0.00	151100	1.48	0.00	0.00
Total	6041046	59.20	0.00	6041046	59.20	0.00	0.00

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

	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	6041046	59.20		
Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc):	No Changes			
At the end of the year	-	-	6041046	59.20

iv) Shareholding Pattern of Top Ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs)

For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year		Changes during the year					Reason
	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company	Date	No. of shares before Change	No. of shares After Change	Increase	Decrease	
Vandana Tayal	540600	5.30	540600	5.30	-	-	-	-	-	-
Aereo Dealcomm Private Limited	459800	4.51	459800	4.51	-	-	-	-	-	-
Shivkumar Ramaytar Agrawal	346991	3.40	346991	3.40	-	-	-	-	-	-
K. K. Patel Finance	339375	3.33	339375	3.33	-	-	-	-	-	-
Hitesh Pravin chandra Kapadia	189400	1.86	189400	1.86	-	-	-	-	-	-
Rampratap Tayal	182700	1.79	182700	1.79	-	-	-	-	-	-
Aditi Patni	154889	1.52	154889	1.52	-	-	-	-	-	-
Prem Chand Jain	141029	1.38	141029	1.38	-	-	-	-	-	-
Vinod B. Gandhi	100000	0.98	100000	0.98	-	-	-	-	-	-
Jyoti Shiv Kumar	99495	0.98	99495	0.98	-	-	-	-	-	-

v) Shareholding of Directors and Key Managerial Personnel –NIL

For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
Rakesh Sahu, Whole-Time-Director & CFO				
At the beginning of the year				
Date wise Increase/Decrease in share holding during the year specifying the reasons for increase/ decrease (e.g. allotment/transfer/bonus/sweat equity etc):				
At the end of the year				
Neelam Sharma, Non-Executive Director				
At the beginning of the year				
Date wise Increase/Decrease in share holding during the year specifying the reasons for increase/ decrease (e.g. allotment/transfer/bonus/sweat equity etc):				
At the end of the year				
Dwarkadas Kushwah, Independent Director				
At the beginning of the year				
Date wise Increase/Decrease in share holding during the year				

allotment/transfer/bonus/sweat equity etc):				
At the end of the year				
Priyanka Jha, Independent Director				
At the beginning of the year				
Date wise Increase/Decrease in share holding during the year specifying the reasons for increase/ decrease (e.g. allotment/transfer/bonus/sweat equity etc):				
At the end of the year				
Yogendra Narsingh Shukla CEO				
At the beginning of the year				
Date wise Increase/Decrease in share holding during the year specifying the reasons for increase/ decrease (e.g. allotment/transfer/bonus/sweat equity etc):				
At the end of the year				
Prachi Rath, Company Secretary(up to w.e.f 04.06.2019)				
At the beginning of the year				
Date wise Increase/Decrease in share holding during the year specifying the reasons for increase/ decrease (e.g. allotment/transfer/bonus/sweat equity etc):				
At the end of the year				
Abhitap Kumar Jain, Company Secretary (up to w.e.f 15.07.2019)				
At the beginning of the year				
Date wise Increase/Decrease in share holding during the year specifying the reasons for increase/ decrease (e.g. allotment/transfer/bonus/sweat equity etc):				
At the end of the year				
Ankur Sen, Company Secretary & Compliance Officer				
At the beginning of the year				
Date wise Increase/Decrease in share holding during the year specifying the reasons for increase/ decrease (e.g. allotment/transfer/bonus/sweat equity etc):				
At the end of the year				

V. INDEBTNESS

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

(Amount in 000)

	Secured Loans Excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	36488.63	-	36488.63
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	36488.63	-	36488.63
Change in Indebtedness during the financial year				
Addition	-	-	-	-
Reduction	-	17523.96	-	17523.96
Net Change	-	(17523.96)	-	(17523.96)
Indebtedness at the end of the financial year				
i) Principal Amount	-	18964.67	-	18964.67
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	18964.67	-	18964.67

VI. REMUNERATION OF DIRECTOR AND KMP

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

SN	Particular of Remuneration	Rakesh Sahu, Whole-Time-Director & CFO	Total
1	Gross Salary		
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	117000	117000
	(b) Value of perquisites under Section 17(2) Income Tax Act, 1961	-	-
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	-	-
2	Stock Options	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	- as % of profit	-	-
	- others, specify....	-	-
5	Others, please specify	-	-
	Total	117000	117000
	CeilingaspertheAct	84,00,000	84,00,000

* Minimum remuneration payable at per Schedule V of in case of inadequacy of profits

B. Remuneration to other Directors:

1. Independent Directors:

S.No.	Particular of Remuneration	Ms. Priyanka Jha	Mr.Yogendra Narsingh Shukla (Resigned w.e.f 22.08.2019)	Mr. Dwarkadas Kushwah	Total
1	-Fee for attending Board/Committee Meetings	20000	-	12000	32000
2	-Commission	-	-	-	-
3	- Others, please specify	-	-	-	-
	Total B.1	20000	0	12000	32000

2. Other Non Executive Directors:

S.No	Particular of Remuneration	Mrs. Neelam Sharma	Total
1	-Fee for attending Board/ Committee Meetings	-	-
2	-Commission	-	-
3	- Others, please specify	-	-
	Total B.2	-	-
	Total (B1+B2)	32000	32000
	Total Managerial Remuneration	-	32000
	Overall Ceiling as per the Act	-	106,00,000

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

S. No.	Particular of Remuneration	Prachi Rathi, Company Secretary(Resigned w.e.f 04.06.2019)	Abhitap Kumar jain, Company Secretary (Resigned w.e.f 15.07.2019)	Ankur Sen, Company Secretary (Appointed w.e.f 15.07.2019)	Total
1	Gross Salary				
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	35480	45000	225660	306140
	(b) Value of perquisites under Section 17(2) Income Tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	-	-	-	-
2	Stock Options	-	-	-	-

3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify....	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	354280	45000	225660	306140

VII. PENALTY/PUNISHMENT/COMPOUNDING OF OFFENCES (Not Applicable)

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

Particulars of contracts/arrangements entered into by the Company with related parties

Form AOC-2

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


1. Details of contracts or arrangements or transactions not at arm's length basis (NOT APPLICABLE)

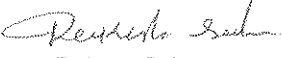
Name(s) of the related party and nature of relationship (a)	Nature of contracts/ arrangements/ transactions (b)	Duration of the contracts/ arrangements/ transactions (c)	Salient terms of the contracts or arrangements or transactions including the value, if any (d)	Justification for entering into such contracts or arrangements or transactions (e)	Date of approval by the Board (f)	Amount paid as advances if any (g)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188 (h)
				NIL			

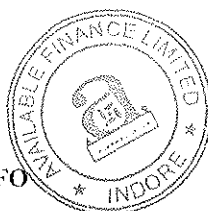
2. Details of material contracts or arrangement or transactions at arm's length basis (Amount in 000RS)

Name(s) of the related party and nature of relationship (a)	Nature of contracts/ arrangements/ transaction (b)	Duration of the contracts/ arrangements/ transactions (c)	Salient terms of the contracts or arrangements or transactions including the value, if any (d)	Date(s) of approval by the Board, committee if any (e)	Amount paid as advances, if any (f)
Agarwal Transport Corporation Pvt. Ltd. (Amalgamated) – Associate of the Company	Unsecured Loan	Continuing/ Long Term	Loan Given -Rs.300.00 Loan Repaid- Rs.300.00 Repayable on demand with the agreed rate of interest	29.05.2019	-
Mr. Vinod Kumar Agarwal- Person is having significant influence	Rent for office	Do	Rent Paid: Rs. 101.95	29.05.2019	-
Ad-Manum Finance Limited – Other Related Party	Unsecured Loan	Do	Loan Repaid- Rs.18725.00 Interest to be paid –Rs. 447.50 Repayable on demand with the agreed rate of interest	29.05.2019	-
Agarwal Real city Pvt. Ltd. – Other Related Party	Unsecured Loan	Do	Interest to be paid – Rs.10483.29 Repayable on demand with the agreed rate of interest	29.05.2019	-

For and on Behalf of the Board


(Priyanka Jha)
Chairperson
DIN: 07347415


(Rakesh Sahu)
Whole Time Director & CFO
DIN: 08433972



Date: 19/08/2020
Place: Indore

Details pertaining to remuneration

(as required under section 197(12) of the Companies Act, 2013 read with rule 5(1) of the companies (Appointment and remuneration of Managerial Personal) Rules, 2016

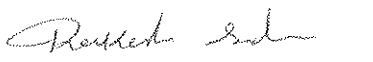
- 1) The % increase in remuneration of each director, chief financial officer, Chief Executive Officer, Company Secretary or manager, if any, in the FY 2019-20, the ratio of the remuneration of each director to the median remuneration of the employees of the company for the FY 2019-20 and the comparison of the remuneration of each key managerial personal (KMP) against the performance of the company are as under: -

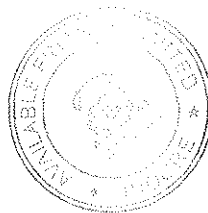
S.No	Name of Director/KMP for financial year 2019-20 (*)	Remuneration of Director/KMP for the financial Year 2018-19 (in Laacs)	Remuneration of Director/KMP for the financial Year 2019-20 (in Laacs)	% increase in Remuneration in the Financial year 2019-20	Ratio of remuneration of each Director to median remuneration of employees	Comparison of the Remuneration of the KMP against the performance of the Company
1	Mr. Rakesh Sahu	120000	117000	(-)2.5%	0.35X	Profit after tax Increased by 3360.88% for the FY 2019-20

- 2) The Company is having only 2 permanent employee as on 31st March, 2020 and both are the KMPs. The another employee is a company secretary employed and worked in the part of the year hence not comparable as such.
- 3) It is hereby affirmed that the remuneration paid is as per the remuneration policy of directors KMP and other employees.

For and on Behalf of the Board


(Priyanka Jha)
Chairperson
DIN: 07347415


(Rakesh Sahu)
Whole Time Director & CFO
DIN: 08433972



Date: 19.08.2020
Place: Indore

Annexure-V

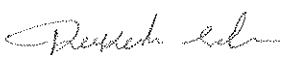
NAME OF THE TOP 10 EMPLOYEE OF THE COMPANY AS AT 31.03.2020

S.N.	Employee Name	Designation	Remuneration paid in 2019-20
1.	Mr. Rakesh Sahu	Whole- Time-Director & CEO (Appointed w.e.f 29 th May 2019)	117000
2.	CS Ankur Sen	Company Secretary (Appointed w.e.f 15 th July 2019)	225660

Note: the Company is having only, 2 employees as at 31.03.2020.

For and on Behalf of the Board


(Priyanka Jha)
Chairperson
DIN: 07347415


(Rakesh Sahu)
Whole Time Director & CFO
DIN: 08433972



Date: 19.08.2020

Place: Indore

AVAILABLE FINANCE LIMITED
Whistle Blower Policy & Vigil Mechanism

1: Preface

Pursuant to Regulation 22 of SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015 and as per applicable provision of section 177(9) of the Companies Act, 2013 requires every listed company shall establish a Whistle Blower policy/Vigil Mechanism for the directors and employees to report genuine concerns or grievances about unethical behavior, actual or suspected fraud or violation of the company's Code of Conduct or Ethics Policy. The Company has adopted a Code of Conduct for Directors and Senior Management Executives ("the Code"), which lays down the principles and standards that should govern the actions of the Company and its employees. Any actual or potential violation of the Code, howsoever insignificant or perceived as such, would be a matter of serious concern for the Company. Such a vigil mechanism shall provide for adequate safeguards against victimization of directors and employees who avail of such mechanism and also make provisions for direct access to the Chairperson of Audit Committee in exceptional cases.

Under these circumstances, **Available Finance Limited**, being a listed Company proposes to establish a Whistle Blower Policy/ Vigil Mechanism and to formulate a policy for the same.

2. Definitions

The definitions of some of the key terms used in this Policy are given below. Capitalized terms not defined herein shall have the meaning assigned to them under the Code.

- a. **"Associates"** means and includes vendors, suppliers and others with whom the Company has any financial or commercial dealings.
- b. **"Audit Committee"** means the Audit Committee of Directors constituted by the Board of Directors of the Company in accordance with Section 177 of the Companies Act, 2013 and as per Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- c. **"Employee"** means every employee of the Company (whether working in India or abroad), including the directors in the employment of the Company.
- d. **"Code"** means the Whistle Blower Policy/ Vigil Mechanism Code of Conduct.
- e. **"Director"** means every Director of the Company, past or present.
- f. **"Investigators"** mean those persons authorized, appointed, consulted or approached by the Ethics Counselor/Chairperson of the Audit Committee and includes the auditors of the Company and the police.
- g. **"Protected Disclosure"** means any communication made in good faith that discloses or demonstrates information that may evidence unethical or improper activity.
- h. **"Subject"** means a person against or in relation to whom a Protected Disclosure has been made or evidence gathered during the course of an investigation.
- i. **"Whistleblower"** means an Employee or director making a Protected Disclosure under this policy.

3. Scope of this Policy

This Policy intends to cover serious concerns that could have grave impact on the operations and performance of the business of the Company and malpractices and events which have taken place/suspected to have taken place, misuse or abuse of authority, fraud or suspected fraud, violation of company rules, manipulations, negligence causing danger to public health and safety,

misappropriation of monies, and other matters or activity on account of which the interest of the Company is affected and formally reported by whistle blowers concerning its employees. The policy neither releases employees from their duty of confidentiality in the course of their work, nor is it a route for taking up a grievance about a personal situation.

4. Eligibility

All Employees and directors of the Company are eligible to make Protected Disclosures under the Policy. The Protected Disclosures may be in relation to matters concerning the Company.

5. Disqualifications

- a. While it will be ensured that genuine Whistle Blowers are accorded complete protection from any kind of unfair treatment as herein set out, any abuse of this protection will warrant disciplinary action.
- b. Protection under this Policy would not mean protection from disciplinary action arising out of false or bogus allegations made by a Whistle Blower knowing it to be false or bogus or with a mala fide intention.
- c. Whistle Blowers, who make any Protected Disclosures, which have been subsequently found to be mala fide, frivolous or malicious shall be liable to be prosecuted under Company's Code of Conduct.

6. Procedure

- a. All Protected Disclosures should be addressed to the Chairperson of the Audit Committee of the Company for investigation.

- b. The contact details of the Chairperson of the Audit Committee of the Company is as under:

Ms. Priyanka Jha
250, Sunder Nagar ,
Main Sukhliya Indore-452010 (MP)

- c. If a protected disclosure is received by any executive of the Company other than Chairperson of Audit Committee, the same should be forwarded to the Chairperson of the Audit Committee for further appropriate action. Appropriate care must be taken to keep the identity of the Whistleblower confidential.

- d. Protected Disclosures should preferably be reported in writing so as to ensure a clear understanding of the issues raised and should either be typed or written in a legible handwriting in English, Hindi or in the regional language of the place of employment of the Whistleblower.

- e. The Protected Disclosure should be forwarded under a covering letter which shall bear the identity of the Whistleblower. The Chairperson of the Audit Committee shall detach the covering letter and forward only the Protected Disclosure to the Investigators for investigation.

- f. Protected Disclosures should be factual and not speculative or in the nature of a conclusion and should contain as much specific information as possible to allow for proper assessment of the nature and extent of the concern and the urgency of a preliminary investigative procedure.

g. The Whistleblower must disclose his/her identity in the covering letter forwarding such Protected Disclosure. Anonymous disclosures will not be entertained as it would not be possible to interview the Whistleblowers.

7. Investigation

a. All Protected Disclosures reported under this Policy will be thoroughly investigated by Chairperson of the Audit Committee of the Company who will investigate / oversee the investigations under the authorization of the Audit Committee. If any member of the Audit Committee has a conflict of interest in any given case, then he/she should recuse himself/herself and the other members of the Audit Committee should deal with the matter on hand. In case where a company is not required to constitute an Audit Committee, then the Board of directors shall nominate a director to play the role of Audit Committee for the purpose of vigil mechanism to whom other directors and employees may report their concerns.

b. The Chairperson of the Audit Committee may at its discretion, consider involving any Investigators for the purpose of investigation.

c. The decision to conduct an investigation taken by the Chairperson of the Audit Committee is by itself not an accusation and is to be treated as a neutral fact-finding process. The outcome of the investigation may not support the conclusion of the Whistleblower that an improper or unethical act was committed.

d. The identity of a subject will be kept confidential to the extent possible given the legitimate needs of law and the investigation.

e. Subjects will normally be informed of the allegations at the outset of a formal investigation and have opportunities for providing their inputs during the investigation.

f. Subjects shall have a duty to co-operate with the Chairperson of the Audit Committee or any of the Investigators during investigation to the extent that such co-operation will not compromise self-incrimination protections available under the applicable laws.

g. Subjects have a right to consult with a person or persons of their choice, other than the Ethics Counselor/Investigators and/or members of the Audit Committee and/or the Whistleblower. Subjects shall be free at any time to engage counsel at their own cost to represent them in the investigation proceedings.

h. Subjects have a responsibility not to interfere with the investigation. Evidence shall not be withheld, destroyed or tampered with, and witnesses shall not be influenced, coached, threatened or intimidated by the Subjects.

i. Unless there are compelling reasons not to do so, Subjects will be given the opportunity to respond to material findings contained in an investigation report. No allegation of wrongdoing against a Subject shall be considered as maintainable unless there is good evidence in support of the allegation.

j. Subjects have a right to be informed of the outcome of the investigation. If allegations are not sustained, the Subject should be consulted as to whether public disclosure of the investigation results would be in the best interest of the Subject and the Company.

k. The investigation shall be completed normally within 45 days of the receipt of the Protected Disclosure

8. PROTECTION

8.1 No unfair treatment will be meted out to a Whistle Blower by virtue of his/ her having reported a Protected Disclosure under this policy. The company, as a policy, condemns any kind of discrimination, harassment, victimization or any other unfair employment practice being adopted against Whistle Blowers. Complete protection will, therefore, be given to Whistle Blowers against any unfair practice like retaliation, threat or intimidation of termination / suspension of service, disciplinary action, transfer, demotion, refusal of promotion or the like including any direct or indirect use of authority to obstruct the Whistle Blower's right to continue to perform his duties / functions including making further Protected Disclosure. The Company will take steps to minimize difficulties, which the Whistle Blower may experience as a result of making the Protected Disclosure. Thus, if the Whistle Blower is required to give evidence in criminal or disciplinary proceedings, the Company will arrange for the Whistle Blower to receive advice about the procedure, etc.

8.2 A Whistle Blower may report any violation of the above clause to the Chairperson of the Audit Committee, who shall investigate into the same and recommend suitable action to the management.

8.3 The identity of the Whistle Blower shall be kept confidential to the extent possible and permitted under law.

8.4 Any other Employee assisting in the said investigation shall also be protected to the same extent as the Whistle Blower.

9. SECRECY / CONFIDENTIALITY

9.1 The complainant, Members of Audit Committee, the Subject and everybody involved in the process shall:

9.2 Maintain confidentiality of all matters under this Policy

9.3 Discuss only to the extent or with those persons as required under this policy for completing the process of investigations.

9.4. Not keep the papers unattended anywhere at any time

9.5 Keep the electronic mails / files under password.

10. DECISION

10.1 If an investigation leads the Chairperson of the Audit Committee to conclude that an improper or unethical act has been committed, Chairperson of the Audit Committee shall recommend to the management of the Company to take such disciplinary or corrective action as he may deem fit. It is clarified that any disciplinary or corrective action initiated against the Subject as a result of the findings of an investigation pursuant to this Policy shall adhere to the applicable personnel or staff conduct and disciplinary procedures.

10.2 If the report of investigation is not to the satisfaction of the complainant, the complainant has the right to report the event to the appropriate legal or investigating agency. A complainant who

makes false allegations of unethical & improper practices or about alleged wrongful conduct of the subject to the Whistle Officer or the Audit Committee shall be subject to appropriate disciplinary action in accordance with the rules, procedures and policies of the Company.

11. REPORTING

The Chairperson of the Audit Committee shall submit a report to the Audit Committee on a regular basis about all Protected Disclosures referred to him/her since the last report together with the results of investigations, if any.

12. ACCESS TO CHAIRPERSON OF THE AUDIT COMMITTEE

The Whistle Blower shall have right to access Chairperson of the Audit Committee directly in exceptional cases and the Chairperson of the Audit Committee is authorized to prescribe suitable directions in this regard.

13. COMMUNICATION

A whistle Blower policy cannot be effective unless it is properly communicated to employees. Therefore, the policy is published on the website of the company.

14. RETENTION OF DOCUMENTS

All Protected disclosures in writing or documented along with the results of Investigation relating thereto, shall be retained by the Company for a period of 7 (seven) years or such other period as specified by any other law in force, whichever is more.

15. ADMINISTRATION AND REVIEW OF THE POLICY

A quarterly status report on the total number of compliant received, if any during the period with summary of the findings of Audit Committee and corrective steps taken should be send to the Chairperson of the company. The Company Secretary shall be responsible for the administration, interpretation, application and review of this policy.

16. AMENDMENT

The Company reserves its right to amend or modify this Policy in whole or in part, at any time without assigning any reason whatsoever. However, no such amendment or modification will be binding on the Employees and Directors unless the same is notified to them in writing.



Ishan Jain
ACS

Form MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2020

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Available Finance Limited,
Agarwal House, Ground Floor,
5, Yeshwant Colony,
Indore (M.P.) 452003

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practices by **Available Finance Limited** (hereinafter called **"the Company"**). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's Books, Papers, Minutes Books, Forms and Returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the **Financial year ended 31st March, 2020 ("Audit Period")** complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2020, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and By-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (Not applicable to the Company during the Audit Period);
- (v) (i) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): —
 - (a) The SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time;
 - (c) The SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (ii) Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') were not applicable to the Company under the financial year under report: -
 - (a) The SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (b) The SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (c) The SEBI (Issue and Listing of Debt Securities) Regulations, 2008;
 - (d) The SEBI (Delisting of Equity Shares) Regulations, 2009; and
 - (e) The SEBI (Buyback of Securities) Regulations, 1998.



We have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company.

The list of major head/groups of Acts, Laws and Regulations as applicable to the Company is given in *Annexure I*. Further, the Company is having business activities related to Non-Banking Financial Company (under the category of Non-Deposit Accepting or holding).

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India under the provisions of Companies Act, 2013; and
- (ii) The SEBI (LODR) Regulations, 2015 as amended from time to time.

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

- (a) *The company was required to submit the statement of Related Party Transactions for the half year ended 30.09.2019 within a period of 30 days from the submission of the Financial Results to the Stock Exchange, i.e., on or before 14th December, 2019, whereas the company has submitted the same on 5th May, 2020.*
- (b) *The company was required to submit disclosure to the BSE regarding any change in the Directors & KMP. However, it has not submitted the same for the further appointment of Mr. Rakesh Sahu CFO as the Whole time Director w.e.f. 29th May, 2019.*
- (c) *The company has convened and held meetings of the NRC 08.08.2019 and 31.08.2019, however, it has not been disclosed the same in the Corporate Governance Report filed for the quarter ended Sept-19.*
- (d) *As per Master Circular No. RBI/2015-16/26 DNBR (PD) CC.No.061/03.10.119/2015-16 dated 1st July, 2015, the company was required to take prior-approval of RBI in case of change in more than 30% of the existing Non-Independent Directors of the Company. and the Company has only intimated the same to the RBI for that purposes.*
- (e) *Some forms were filed by the Company after the prescribed time along with the adequate additional filing fee and this has reported as compliance by reference of payment of additional fees;*

We further report that the Board of directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. Further that, during the period under review following changes occurred in the Directorship of the company:

- i. Mr. Dwarkadas Kushwah was appointed as an Additional Director in the category of Independent Director w.e.f. 22nd Aug., 2019 and was further appointed as the Independent director by members in Annual General Meeting held on 30th Sept., 2019;
- ii. Mr. Yogendra Narsingh Shukla was appointed as CEO (KMP) by the Directors w.e.f. 22nd Aug., 2019 and his appointment was further approved by members in Annual General Meeting held on 30th Sept., 2019;
- iii. Mr. Rakesh Sahu was appointed as the additional director and Whole-time Director w.e.f. 29th May, 2019 and his appointment was further approved by the members in Annual General Meeting held on 30th Sept., 2019;

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

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of directors and Committee of the Board, as the case may be.



Based on the records and process explained to us for compliances under the provisions of other specific Acts applicable to the Company, we further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that the compliance by the Company for the applicable taxation Laws like Direct Taxes, Indirect Taxes and the compliance of the IND-AS, disclosure of the financial results under Regulation 33 of the SEBI (LODR) Regulations, 2015, compliance of the RBI for the registered NBFC Companies and the annual financial statements along with notes attached therewith have not been reviewed by us, since the same have been subject to the statutory financial auditor or by other designated professionals.

This report is to be read with our letter of even date which is annexed as *Annexure II* and forms an integral part of this report.

We further report that during the audit period of the Company has certain specific events which have bearing on company's affairs which are as follows: -

- 1) The operations of the office were closed from 25th March, 2020 due to nationwide lockdown pursuant to the COVID-19 Pandemic which has normal impact on the operations of the company. However, work from home facility was provided to all employees and necessary disclosures thereof was given to the BSE Ltd. as required under the Regulation 30 of the SEBI (LODR) Regulations, 2015.

UDIN: F009978B000540101

Place: Indore

Date: 31st July, 2020

For, ISHAN JAIN & CO.
COMPANY SECRETARIES
F.R. No.: 12014MP1139600



CS ISHAN JAIN
PROPRIETOR
FCS:9978
CP :13032

Annexure - I to the Secretarial Audit Report

List of specific/other laws generally applicable to the Company during the year 2019-20

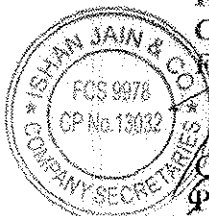
1. Reserve Bank of India Directions/Regulations as applicable to a Non-Banking Financial Company (Non Deposit Accepting or holding)
2. Labour Laws and other incidental laws related to labour and employees appointed by the Company either on payroll or on contractual basis as related to wages, gratuity, provident fund, ESIC, compensation etc.;
3. Acts as prescribed under Direct Tax and Indirect Taxation
4. Local laws as applicable to the Registered office at Madhya Pradesh and other Branch Offices.

UDIN: F009978B000540101

Place: Indore

Date: 31st July, 2020

For, ISHAN JAIN & CO.
COMPANY SECRETARIES
F.R. No.: 12014MP1139600



CS ISHAN JAIN
PROPRIETOR
FCS:9978
CP :13032

Annexure - II to the Secretarial Audit Report

To,
The Members,
Available Finance Limited,
Agarwal House, Ground Floor,
5, Yeshwant Colony,
Indore (M.P.) 452003

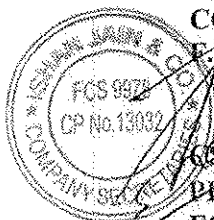
Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of treatment of various tax liabilities and payment thereof, compliance of the applicable accounting standards, financial records and Books of Accounts of the company as the same is subject to the statutory audit being performed by the independent auditors.
4. Wherever required, we have obtained the Management representation and also relied about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, guidelines, standards etc., are the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.
7. We do not take any responsibility for any person if taking any commercial, financial or investment decision based on our secretarial audit report as aforesaid and they needs to take independent advise or decision as per their own satisfaction.

UDIN: F009978B000540101

Place: Indore

Date: 31st July, 2020



For, **ISHAN JAIN & CO.**
COMPANY SECRETARIES
E.R. No.: I2014MP1139600

ISHAN JAIN
PROPRIETOR
FCS:9978
CP :13032

CORPORATE GOVERNANCE REPORT

(For the year ended 31/03/2020 Annexed with the Board's Report)

In accordance Regulation 34 read with Schedule V of SEBI (LODR) Regulations, 2015 and applicable provisions of the Companies Act, 2013 along with rules made there under and some of the best practices followed on Corporate Governance, the report containing the details of corporate governance systems and processes at Available Finance Limited is as under:

1. Company's Philosophy on Corporate Governance:

The Available Finance Limited (Available) is committed to the adoption of best governance practices. The Company recognizes the ideals and importance of Corporate Governance believe on the **Four Pillar of the Corporate Governance** i.e. **Accountability, Responsibility, Fairness and Transparency** and followed fair business & corporate practices/acknowledges its responsibilities while dealing with/towards all stakeholders including customers, employees, regulatory authorities, shareholders and society at large.

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

Your Company is compliant with the all the provisions of SEBI (LODR) Regulations, 2015.

2. Board of Directors

(a) Composition & Category of Directors:

The Board of Directors comprises highly renowned professionals drawn from diverse fields. They bring with them a wide range of skills and experience to the Board, which enhances the quality of the Board's decision-making process.

The brief profile of the Company's Board of Directors is as under:

Name of Directors	Mr. Rakesh Sahu (Appointed w.e.f. 29/05/2019)	Mrs. Neelam Sharma	Ms. Priyanka Jha	Mr. Yogendra Narsingh Shukla (Resigned w.e.f. 22/08/2019)	Mr. Dwarkadas Kushwah (Appointed w.e.f. 22/08/2019)
DIN	08433972	06935934	07347415	00379050	00242759
Date of Birth	13/09/1979	07/10/1968	18/10/1991	02/02/1954	08/01/1974
Date of Appointment in the current term	29/05/2019	24/07/2014	30/09/2020	01/04/2019	22/08/2019
Category	Executive Director & CFO	Non-Executive Women Director	Non-Executive Women Independent Director	Non-Executive Independent Director	Non-Executive Independent Director
Expertise / Experience in specific functional areas	Accounts & Finance	Accounts & Finance	Accounts & Marketing	Finance, Operations & Trading	Accounts & Finance
Qualification	Graduate	BA	BSC & MBA	Graduate	M. Com
No. & % of Equity Shares held	0	0	0	0	0
List of outside Company's directorship held including name of the Listed Company	-	-	Ad-manum Finance Limited (Listed Co.)	Archana Coal Corporation Pvt. Ltd.	Commander Industries Private Limited
Chairman / Member of the Committees of the Board of Directors of the Company	-	Member of 1. Audit Committee 2. Stakeholders Relationship Committee 3. Nomination & Remuneration Committee	Chairperson of 1. Audit Committee 2. Stakeholders Relationship Committee 3. Nomination & Remuneration Committee	Up to 22/08/2019 Member of 1. Audit Committee 2. Stakeholders Relationship Committee 3. Nomination & Remuneration Committee	Member of w.e.f. 22/08/2019 1. Audit Committee 2. Stakeholders Relationship Committee 3. Nomination & Remuneration Committee
Chairman / Member of the Committees of the Board, of other Companies in which he/she is director	-	-	Member/Chairperson of Ad-Manum Finance Limited as an Independent Director	-	-

			1. Audit Committee 2. Stakeholders Relationship Committee 3. Nomination & Remuneration Committee and 4. CSR Committee		
Directors Interse	N.A.	N.A.	N.A.		N.A.

(b) Attendance Record of Directors:

Name of Directors	No. of Board Meetings held	No. of Board Meetings entitled to Attended	Last AGM whether attended	Other Directorships	Committee Membership/ Chairman*
Mr. Rakesh Sahu	11	09	Yes	-	-
Mrs. Neelam Sharma	11	04	No	-	3
Mr. Yogendra Narsingh Shukla (Resigned w.e.f 22/08/2019)	11	05	No	1	-
Ms. Priyanka Jha	11	10	Yes	-	3
Mr. Dwarkadas Kushwah (Appointed w.e.f. 22/08/2019)	11	06	Yes	1	3

During the financial year 2019-20 the Board of Directors meeting held 11 (Eleven) times 29/05/2019, 04/06/2019, 15/07/2019, 08/08/2019, 22/08/2019, 31/08/2019, 30/10/2019, 14/11/2019, 09/01/2020, 11/02/2020, and 03/03/2020.

*As per Regulation 26 of SEBI (LODR) Regulations, 2015 for the purpose of determination of limit chairmanship and membership of the Audit Committee and Stake Holder Relationship Committee alone shall be considered.

(c) Induction and Familiarization Programme for Independent Directors.

On appointment, the concerned Director is issued a Letter of Appointment setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments the same are posted on the website of the company <http://www.availablefinance.in/Disclosures.php> Detail of Familiarization Programmes imparted to Independent Director can be accessed from the website of the company and the web link for the same is: (http://www.availablefinance.in/Familiarization_programme_detail.pdf)

(d) Separate Meeting of Independent Director

As stipulated by the code of Independent Director under Schedule IV of the Companies Act, 2013 a separate meeting of the Independent Director of the company held on 20th March, 2020 to review the performance of Non-Independent Director (including the Chairman) and the Board as whole. The Independent Director also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties.

(e) Code of Conduct:

Already discussed in the Board Report. Members are requested to please refer Board Report

(f) Prevention of Insider Trading Code:

Already discussed in the Board Report. Members are requested to please refer Board Report.

(g) List of core skills/expertise/competencies identified by the board of directors as required in the context of its business(es) and sector(s) for it to function effectively and those actually available with the board.

The following is the list of core skills / expertise / competencies identified by the Board of Directors as required in the context of the Company's business and that the said skills are available with the Board Members:

1. Knowledge on Company's businesses, policies and business culture major risks/threats and potential opportunities and knowledge of the industry in which the Company operates.
2. Behavioural skills - attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company,
3. Financial, Auditing, Taxation and Management skills, Technical /Professional skills and specialized knowledge in relation to Company's business.

(h) Matrix Setting out Skills / Expertise / Competencies:

Skills / Expertise / Competencies	Mr. Rakesh Sahu Whole-time Director and CFO	Mrs. Neelam Sharma, Non Executive Director	Ms. Priyanka Jha, Independent Director	Mr. Dwarkadas Kushwah Independent Director
Knowledge on Company's businesses	Yes	Yes	Yes	Yes
Behavioural skills	Yes	Yes	N.A.	N.A.

Financial, Auditing, Taxation and Management skills.	Yes	N.A.	Yes	Yes
Technical / Professional skills and specialized knowledge	Yes	N.A.	Yes	Yes

(i) Confirmation that in the opinion in of the Board, the Independent Director fulfill the condition specified in this regulation and are independent of the Management:

All Independent Directors has given disclosure as required under the Companies Act, 2013 and Listing Regulations that they are independent of the management and the Management do hereby confirm their independency.

(j) Detailed Reason for resignation of Independent Director who resigns before the expiry of his tenure along with the confirmation by such director that there are no other material reason other than those provided:

During the period Mr. Yogendra Narsingh Shukla, Independent Director of the company has resigned from the office of Independent Director whose tenure was to be completed on 31st March, 2024 and further appointment in the company as the CEO w.e.f. 22nd Aug., 2019. Mr. Yogendra Narsingh Shukla, affirms that, there was no grievances or other material reasons for his resignation from the office of Independent Director.

(k) Other Disclosures:

A. Subsidiary Companies: Already discussed in the Board Report. Members are requested to please refer Board Report

B. Related Party Transactions: Already discussed in the Board Report. Members are requested to please refer Board Report.

C. Providing voting by Electronic Means: Your Company is providing E-voting facility under Regulation 44 of SEBI (LODR) Regulation, 2015 and Companies Act, 2013. The details regarding e-voting facility is being given with the notice of the Meeting.

D. Strictures and Penalties: No strictures or penalties have been imposed on the Company by the Stock Exchanges or by the Securities and Exchange Board of India (SEBI) or by any statutory authority on any matters related to capital markets during the last three years.

E. Compliance with Indian Accounting Standards (IND-AS): In the preparation of the financial statements, the Company has followed the Indian Accounting Standards as notified. The significant accounting policies which are consistently applied have been set out in the Notes to the Financial Statements.

F. Vigil Mechanism/Whistle Blower Policy: Already discussed in the Board Report. Members are requested to please refer Board Report.

G. Proceeds from public issues, rights issue, preferential issues, etc.: The Company has not raised money through an issue (public issues, rights issues, preferential issues etc.) during the year under review.

H. Disclosures with respect to demat suspense account/ Unclaimed Suspense Account: There is no equity shares lying in the demat suspense account/ Unclaimed Suspense Account.

I. MD/CFO Certification: The MD and the CFO have issued certificate pursuant to the provisions of Regulation 17(8) of SEBI (LODR) Regulation, 2015. The said certificate is annexed and forms part of the Annual Report.

J. Secretarial Compliance Report: SEBI vide its Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 read with Regulation 24(A) of the SEBI (LODR) Regulation, 2015, directed listed entities to obtain Annual Secretarial Compliance Report from a Practicing Company Secretary for compliance of all applicable SEBI Regulations and circulars/guidelines issued there under. The said Secretarial Compliance Report is in addition to the Secretarial Audit by Practicing Company Secretaries under Form MR – 3 and is required to be submitted to Stock Exchanges within 60 days of the end of the financial year. The Company has obtained the services of CS Ishan Jain (CP No. 13032), Practicing Company Secretary for providing required Compliance Report for the year ended 31st March, 2020 and filed with the BSE Ltd. as required.

K. Certificate from Practicing Company Secretary for Non Dis-qualification of Directors: As required under Part C of Schedule V of the SEBI (LODR) Regulation, 2015, the Company has obtained a certificate from CS Ishan Jain (FCS 9978 CP No.13032), proprietor of M/s. Ishan Jain & Co., Practicing Company Secretaries, certifying that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of the Company by the SEBI/ Ministry of Corporate Affairs or any such statutory authority. A compliance certificate from M/s. Ishan Jain & Co., Practicing Company Secretaries pursuant to the requirements of Schedule V of the SEBI (LODR) Regulation, 2015 regarding compliance of conditions is attached as Annexure to the Corporate Governance Report.

L. Whether the Board had not accepted any recommendation of any Committee of the Board which is Mandatorily required, in the relevant financial year: There are no such instances where, the Board had not accepted any recommendation of any committee of the Board.

M. Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013: The Company has in place an effective mechanism for dealing with complaints relating to sexual harassment at workplace. The details relating to the number of complaints received and disposed of during the financial year 2019-20 are as under:

a. number of complaints filed during the financial year : Nil

b. number of complaints disposed of during the financial year : Nil

c. number of complaints pending as on end of the financial year: Nil

N. Disclosure of non-compliance by the Company: There has been no instance of non-compliance on any matter related to the capital markets, during the last two years.

O. **CEO & CFO Certification:** The Chief Executive Officer (CEO) and Chief Financial Officer (CFO) have issued certificate pursuant to the provisions of Regulation 17(8) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, that the financial statements do not contain any materially untrue statement and these statements represent a true and fair view of the Company's affairs. The said certificate is annexed and forms part of the Annual Report.

COMPLIANCE UNDER NON-MANDATORY/DISCRETIONARY REQUIREMENTS UNDER THE LISTING REGULATIONS REQUIREMENTS OF LISTING REGULATIONS:

The Company complied with all mandatory requirements and has adopted non-mandatory requirement as per details given below:

A. **The Board:** The Company does not have Non-Executive Chairman.

B. **Shareholder's Rights:** The quarterly and half yearly results are published in the newspaper, displayed on the website of the Company and are sent to the Stock Exchanges where the shares of the Company are listed. The half-yearly results are not separately circulated to the shareholders.

C. **Audit Qualification:** The auditors have not qualified the financial statement of the Company. The Company continues to adopt best practices in order to ensure unqualified financial statements.

D. **Reporting of Internal Auditor:** The Internal Auditors of the Company report to the Audit Committee.

3. AUDIT COMMITTEE

(A) During the year there is change in constitution of Audit Committee. The Composition of the Audit committee has been given below in point 3(B) of this report. The terms of reference stipulated by the Board of Directors to the Audit Committee are, as contained in Regulation 18 read with Part C of Schedule II of SEBI (LODR) Regulations, 2015 and Provisions of the Companies Act, 2013 read with the rules made there under, major of which are as follows:

1. Oversight of the Available financial reporting process and the disclosure of its financial information To ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a. matters, required to be included in the Director's Responsibility Statements to be included in the Board's report in terms of clause (C) of sub section 3 of section 134 of the Companies Act, 2013;
 - b. changes, if any, in accounting policies and practices and reasons for the same;
 - c. major accounting entries involving estimates based on the exercise of judgment by management;
 - d. significant adjustments made in the financial statements arising out of audit findings;
 - e. compliance with listing and other legal requirement relating to financial statements;
 - f. disclosure of any related party transactions;
 - g. modified opinion(s) in the draft audit report;
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.) the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
7. Review and Monitor the auditor's independence and performance, and effectiveness of audit process;
8. Approval or and subsequent modification of transactions of the listed entity with related parties;
9. Scrutiny of inter-corporate loans and investment;
10. Valuation of undertakings or assets of the listed entity, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, Shareholders (in case of non-payment of declared dividends) and creditors;
18. to review the functioning of the whistle blower mechanism;
19. Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as in the terms of reference of the Audit Committee;
21. Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 Crores or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.

The Audit Committee reviews the following information:

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions (as defined by the Audit Committee) submitted by management;
3. Management letters/letters of internal control weaknesses issued by the statutory auditors;
4. Internal audit reports relating to internal control weaknesses; and
5. The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee.
6. Statement of deviations:
 - quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1): Not applicable.
 - annual statement of funds utilized for purposes other than those stated in the offer document/ prospectus/notice in terms of Regulation 32(7): Not Applicable

(B) Constitution and Composition:

The terms of reference of the audit committee are extensive and include all that is mandated in Regulations 18 of SEBI (LODR) Regulations, 2015 and Provisions of the Companies Act, 2013. The Company has complied with the requirements of Regulation 18 of SEBI (LODR) Regulations, 2015 as regards composition of the **Audit Committee**.

During the year, the Committee has met **8 (Eight)** times (i.e. 29/05/2019, 08/08/2019, 22/08/2019, 30/10/2019, 14/11/2019, 09/01/2020, 11/02/2020, and 03/03/2020.) The details of attendance of the members of the Audit Committee in the meetings are as follows

The details of Composition and attendance of the members of the Audit Committee in the meetings are as follows:

Name	Position	No. of Meetings entitled to attend	Meetings Attended
Ms. Priyanka Jha	Chairperson	8	8
Mr. Yogendra Narsingh Shukla (up to 22.08.2019)	Member	2	2
Mrs. Neelam Sharma	Member	8	8
Mr. Dwarkadas Kushwah (w.e.f. 22.08.2019)	Member	6	6

Company Secretary act as the Secretary to the committee. Priyanka Jha, the Chairperson of the Audit Committee was present at the Last Annual General Meeting to answer the shareholder queries.

4. NOMINATION AND REMUNERATION COMMITTEE:

A) Terms of Reference of the Nomination & Remuneration Committee:

The Committee is empowered to -

- (i) Formulate criteria for determining qualifications, positive attributes and independence of Directors and oversee the succession management process for the Board and senior management employees.
- (ii) Identification and assessing potential individuals with respect to their expertise, skills, attributes, personal and professional standing for appointment and re-appointment as Directors/Independent Directors on the Board and as Key Managerial Personnel.
- (iii) Formulate a policy relating to remuneration for the Directors, Committee and also the Senior Management Employees.
- (iv) Support Board in evaluation of performance of all the Directors & in annual self-assessment of the Board's overall performance.
- (v) Conduct Annual performance review of CEO and Senior Management Employees;

B) Composition:

In compliance with the provisions of Section 178 of the Companies Act, 2013 along with their rules and Regulation 19 of SEBI (LODR) Regulations, 2015. All the members of the remuneration committee are non-executive. The Broad terms of reference of Nomination and Remuneration Committee are to determine on behalf of the Board of Directors of the Company and on behalf of the shareholders with agreed terms of reference, the Company's policy on specific remuneration package(s) for Executive Director. The details are as follows:

Name	Position	No. of Meetings entitled to attend	Meetings Attended
Ms. Priyanka Jha	Chairperson	7	7

Mr. Yogendra Narsingh Shukla (upto 22.08.2019)	Member	4	4
Mrs. Neelam Sharma	Member	7	7
Mr. DwarkadasKushwah (w.e.f. 22.08.2019)	Member	3	3

The Nomination and Remuneration Committee met 7 (Seven) times in the financial year 2019-20 (i.e. on 29/05/2019, 04/06/2019, 15/07/2019, 08/08/2019, 22/08/2019, 31/08/2019 and 23/03/2020).

C) Performance Evaluation for Independent Directors:

Pursuant to the Provisions of the Companies Act, 2013 along with their rules and as stipulated under Regulation 25 of SEBI (LODR) Regulations, 2015, the Board of Directors adopted a formal mechanism for evaluating its performance and as well as that of its Committees and Individual Directors. A structured evaluation process covering various aspects of the Boards functioning such as Composition of the Board & committees, experience & competencies, performance of specific duties & obligations, governance issues etc.

5. REMUNERATION OF DIRECTORS.

Criteria of making payment to Non-executive Directors

The company formulated Policy for remuneration to Directors and KMP and the same is disclosed on the website: <http://www.availablefinance.in/Nomination%20and%20Remuneration%20Policy.pdf>

Details of the remuneration paid to the Non-Executive Directors during the year under review are as under:

Name	Sitting Fee (Rs.)	Other Payment	Total (Rs.)
Mr. Yogendra Narsingh Shukla (upto 22.08.2019)	0	-	0
Mrs. Neelam Sharma	0	-	0
Ms. Priyanka Jha	20000	-	20000
Mr. DwarkadasKushwah (w.e.f. 22.08.2019)	12000	-	12000

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

Name of Directors	Amount	Period of appointment
Rakesh Sahu (Whole-Time-Director & CFO) Remuneration and Perquisites	117000.00	Appointed w.e.f from 29.05.2019

6. STAKEHOLDER RELATIONSHIP COMMITTEE:

A) Terms of Reference of the Stakeholder Relationship Committee:

The Committee is empowered to -

- 1) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- 2) Review of measures taken for effective exercise of voting rights by shareholders.
- 3) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- 4) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

The Committee also looks into share kept in abeyance, if any. In compliance with the provisions of Section 178 of the Companies Act, 2013 along with their rules and regulation 20 of SEBI (LODR) Regulations, 2015.

During the year, the Committee has met 5 (Five) times (29/05/2019, 08/08/2019, & 22/08/2019, 14/11/2019 and 11/02/2020). The details of composition and attendance of the members of the Stakeholder Relationship Committee in the meetings are as follows:

Name	Position	No. of Meetings entitled to attend	Meetings Attended
Ms. Priyanka Jha	Chairperson	5	5
Mrs. Neelam Sharma	Member	5	5
Yogendra Narsingh Shukla (w.e.f. 30.03.2019 and upto 22.08.2019)	Member	2	2
Mr. DwarkadasKushwah (w.e.f. 22.08.2019)	Member	3	3

During the year 2019-2020 (Three) complaints was received and the same has been resolved within time. Outstanding complaints as on 31st March, 2020 were NIL. The Company Secretary is the secretary of the Committee.

7. GENERAL BODY MEETINGS

Year	Meetings held	Location	Date	Time	No. of Special Resolution passed
2016-17	Annual General Meeting	Hotel Surya, 5/5 Nath Mandir Road, Indore-452003	27/09/2017	11:00 am	1 (one)
2017-18	Annual General Meeting	do	27/09/2018	11:00 am	1 (one)
2018-19	Annual General Meeting	do	30/09/2019	11:00 am	1 (one)

During the year ended on 31st March 2020, there has/ have been no resolution/s passed by the Company's shareholders through postal ballot. At the ensuing Annual General Meeting, there is no resolution proposed to be passed by postal ballot.

8. MEANS OF COMMUNICATION

The quarterly and half yearly financial results of the Company are, in compliance of Regulation 33/47 of SEBI (LODR) Regulations 2015, published in the Free Press (English edition) and Choutha Sansar (Hindi edition), a local vernacular news edition at the place where the registered office of the Company is situated.

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

Results and Annual Reports of the Company are displayed on the Company's Website : www.availablefinance.in. The Annual Report is posted individually to all the members entitled to receive a copy of the same.

9. GENERAL SHAREHOLDER INFORMATION

Date, Time and Venue of Annual General Meeting	Wednesday, the 30 th September 2020 at 12:30 PM through Video Conferencing or other audio visual mode for which purposes the Registered office situated at "Agarwal House, Ground Floor, 5, Yeshwant Colony, Indore-452003 (M.P.)
Financial Year end	31 st March 2020.
E-voting Period	27 th September, 2020 (9:00 am) to 29 th September, 2020 (5:00 pm)
Date Book Closure	24 th September, 2020 Thursday to 30 th September, 2020, Wednesday (both days inclusive).
Financial Calendar Results	
For the quarter ending 30 th June, 2020	On or before 15 th September, 2020 (Extended by SEBI due to Covid)
For the quarter ending 30 th Sept., 2020	On or before 14 th November, 2020
For the quarter ending 31 st Dec., 2020	On or before 14 th February 2021
For the quarter ending 31 st March, 2020	On or before 30 th May 2021
Cutoff date for E-voting	23 rd September, 2020, Wednesday
Board meeting for Consideration of Annual Accounts for the Financial Year 2019-2020	29 th July 2020 (Extended by SEBI due to Covid)
Posting/ mailing of Annual Report	before 7 th September, 2020
Registered Office	"Agarwal House", Ground Floor, 5, Yeshwant Colony, Indore – 452003 (M.P.) Ph.: 91-731-4714000, Fax: 91-731-4714090 (Address for Correspondence)
Listing on Stock Exchange	BSE (Bombay Stock Exchange Limited)
Company Secretary & Compliance officer	CS Ankur Sen
Scrutinizer for E-voting	CS Ishan Jain
Scrip Code	531310
ISIN NO	INE325G01010
The financial year covered by this Annual Report	1 st April, 2019 to 31 st March, 2020

Market Price Data

Month	The Stock Exchange, Mumbai (BSE) (Per share)	
	Month's High Price	Month's Low Price
August' 2019	8.8	8.00
September' 2019	7.98	7.22
October' 2019	8.26	7.10
November' 2019	6.75	6.00

*Data source from the website of the BSE, Mumbai

Registrar and Transfer Agents

For Physical & De-mat Shares: Ankit Consultancy Pvt. Ltd., at Plot No. 60, Electronic Complex, Pardeshipura, Indore – 452010 (MP) IN Phone No.: 91-731-4281333, 4065797/99 Fax: 91-731-4065798 E-mail: support@ankitonline.com mrtaindore@gmail.com ankit_4321@yahoo.com Web-site: www.ankitonline.com

Share Transfer System

Share transfers are processed and share certificates duly endorsed are delivered within a period of seven days from the date of receipt, subject to documents being valid and complete in all respects. The Board has delegated the authority for approving transfer, transmission, and so on of the Company's securities to the Registrar and Share Transfer Agent of the company. A summary of transfer /transmission of securities of the Company so approved by the RTA is placed at quarterly Board Meeting and Stakeholders' Relationship Committee.

The Company obtains from a Company Secretary in Practice Half-yearly certificate to the effect that all certificates have been issued within thirty days of the date of lodgment of the transfer, sub-division, consolidation and renewal as required under Regulation 40(9) of the Listing Regulations and files a copy of the said certificate with Stock Exchanges.

SEBI has decided that securities of listed companies can be transferred only in dematerialized form, from a cut-off date i.e. 31st March, 2019.

Distribution of shareholding as on 31/03/2020*

No. of shares	No. of Holders	%	Share Amount in Rs.	%
UPTO 1000	153	19.84	92140	0.09
1001- 2000	58	7.52	106940	0.10
2001- 3000	35	4.54	101520	0.10
3001- 4000	32	4.15	121000	0.12
4001- 5000	158	20.49	786720	0.77
5001- 10000	174	22.57	1469680	1.44
10001- 20000	58	7.52	963620	0.94
20001- 30000	25	3.24	636050	0.62
30001-40000	4	0.52	146000	0.14
40001-50000	7	0.91	334600	0.33
50001-100000	25	3.24	1824630	1.79
100000 & Above	42	5.45	95454100	93.55
TOTAL	771	100	102037000	100.00

*The Above distribution of shares as on 31st March, 2020 is based on the actual folio of the members as per the data provided by RTA. However, on consolidation of the folio, the total members is 760 as at 31.03.2020

Dematerialization of Shares*

The Company's shares are required to be compulsorily traded in the Stock Exchanges in dematerialized form. The number of shares held in dematerialized and physical mode is as under:

Particulars	No. of Shares	% of total capital issued
Held in Dematerialized form in CDSL	14,28,608	14.00
Held in Dematerialized form in NSDL	76,36,792	74.84
Physical	11,38,300	11.16
Total	1,02,03,700	100.00

*Data source from our Registrar and Share Transfer Agent Ankit Consultancy Pvt. Ltd.

Reconciliation of Share Capital Audit:

As stipulated by Securities and Exchange Board of India (SEBI), a qualified Independent practicing Company Secretary carries out the Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to stock exchanges, NSDL and CDSL and is also placed before the Board's in their Meeting. No discrepancies were noticed during these audits.

Address For Correspondence and Investor Grievance Redressal

"Agarwal House", Ground Floor, 5, Yeshwant Colony, Indore – 452 003 (MP) Ph.: 91-731-4714040 Fax: 91-731-4714090 E-mail: cs@availablefinance.in, complianceofficer@availablefinance.in Web-Site: www.availablefinance.in.

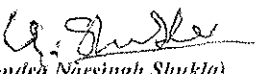
CEO/CFO CERTIFICATION

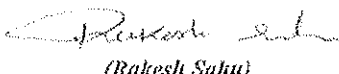
In compliance with Regulation 17 (8) read with Schedule II Part B of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, We hereby certify that:

- A. We have reviewed Financial Statements and the cash flow of **Available Finance Limited** for the year ended on 31st March 2020 and to the best of our knowledge and belief:
 1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 2. These statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transaction entered into by the listed entity's during the year 2019-20 which are fraudulent, illegal or violative of the listed entity's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems of the listed entity pertaining to financial reporting and they have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit Committee:
 - (i) that there are no significant changes in internal control over financial reporting during the year;

- (ii) that there are no significant changes in accounting policies during the year; and that the same have been disclosed in the notes to the financial statements; except changes made by the Government from time to time; and
- (iii) that no instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

Date: 29.07.2020
Place: Indore


(Yogendra Narsingh Shukla)
Chief Executive Officer
PAN: AHHP3478E


(Rakesh Sahu)
Whole-time Director & CFO
DIN: 08433972

CODE OF CONDUCT – DECLARATION

This is to certify that:

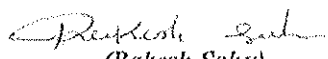
in pursuance of the provisions of in Regulation 34 (3) read with Point No. D of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A Code of Conduct for the Board members and the Senior Management personnel of the Company has been approved by the Board in its meeting held on 29th July, 2020.

The said Code of Conduct has been uploaded on the website of the Company and has also been circulated to the Board members and the Senior Management Personnel of the Company.

All Board members and Senior Management Personnel have affirmed compliance with the said Code of Conduct, for the period ended 31st March, 2020.

For Available Finance Limited

Date: 19.08.2020
Place: Indore


(Rakesh Sahu)
Whole-time Director & CFO
DIN: 08433972

Independent Auditor's Certificate on Compliance with the Corporate Governance requirements under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,

The Members,

Available Finance Limited

We have examined the compliance of conditions of Corporate Governance by Available Finance Limited for the year ended on 31st March, 2020, as stipulated in Regulations 17, 18, 19, 20, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (as amended) (collectively referred to as 'SEBI Listing Regulations, 2015').

The compliance of conditions of Corporate Governance is the responsibility of the Company's Management. Our examination was carried out in accordance with the Guidance Note on Certification of Corporate Governance, issued by the Institute of Chartered Accountants of India and was limited to procedures and implementations thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, 2015.

We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For: Mahendra Badjatya & Co.
Chartered Accountants
ICAI FRN 001457C

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

Date: 19.08.2020
Place: Indore
ICAI UDIN 20070578AAAAAM6237

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(pursuant to Regulation 34(3) and Schedule V Para C clause 10(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

The Members of

Available Finance Limited

"Agarwal House" Ground Floor

5, Yeshwant Colony

Indore-452003 (MP)

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Available Finance Limited having CIN L67120MP1993PLC007481 and having registered office at "Agarwal House" Ground Floor, 5, Yeshwant Colony, Indore-452003 (MP) (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers,

We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2020 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	Mrs. Neelam Sharma	06935934	24/07/2014
2	Ms. Priyanka Jha	07347415	25/11/2015
3	Mr. Dwarkadas Kushwah	00242759	22/08/2019
4	Mr. Rakesh Sahu	08433972	29/05/2019

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification.

This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Indore

Date : 19th August, 2020

UDIN:F009978B000618071

For, Ishan Jain & Co.

Company Secretaries

FRN: I2014MP1139600

Ishan Jain

Proprietor

FCS 9978: CP 13032

Management Discussion & Analysis

The Management of the company presents its analysis report covering performance and outlook of the company. The report has been prepared in compliance with corporate governance requirement as laid down in Regulation 33 of SEBI (LODR) Regulations, 2015 read with Schedule IV: -

The Non Banking Finance Company (NBFC) in private sector in India is represented by a large number of small and medium sized companies with regional focus. Over the years, our company has steadily broadened its business activities to cover a wide spectrum of services in the financial intermediation space with the basic focus on investment & finance.

Your company has reduced its operational cost and carefully evaluating investments. The company has no NPA account and no bad debts for the period ended on 31st March 2020.

The Company has a proper and adequate system of internal control to ensure that all activities are monitored and controlled against any unauthorized use or disposition of assets. The audit committee of the Board of Directors reviews the adequacy of internal control.

Considering company's current business activities enterprise resource planning Module-SAP is not practically feasible and financially viable for the company. Company's current business activity does not require any technology up gradation or modernization.

Statements in Management Discussion and Analysis, describing the company's objectives, projections and estimates are forward looking statements and progressive within the meaning of applicable security laws and regulations. Actual results may vary from those expressed or implied, depending upon economic conditions. Government policies and other incidental factors.

(a) Opportunities and Threats:

The Company's Management reveals that the corporate and real estate finance sector has good potential because the remote locations are away from the range of Banks and Institutions.

On the above assumption, Company is going in the positive direction.

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

(b) Segment-wise performance:

The Company belongs to only one segment. The details of performance are given under respective head in Financial Statement.

(c) Outlook

According to the SEBI (LODR) Regulations, 2015, a Company is obliged to present its future outlook in its Corporate Governance Report. Your Company's estimates for future business development are based both on its customer's forecasts and on the Company's own assessments.

(d) Risk and Concern:

Though the management of the Company is quite meticulous about the security and recovery aspect of each finance file, which reflects from the fact that the overall NPA is NIL during the year Your Company will continue to adopt strategies to register significant increase in business volumes, and would intimate still more concentrated efforts to maintain the NPA level to its minimum.

(e) Internal Control Systems & their Adequacy

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

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

(f) Discussion on financial performance with respect to operational performance

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

(g) Material developments in Human Resource Developments/Industrial Relations front, including number of people employed

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

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

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

DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

Key Ratio	2019-20	2018-19	Variance	Comments for Variation in ratio above 25%
Debtors Turnover Ratio	9.069	0.288	30.48%	Its favorable sign showing better recovery from the Debtors
Inventory Turnover Ratio	-	-	-	Its favorable sign and interest cost saved significantly.
Interest Coverage Ratio	36.26	105.546	-65.65%	It's a favourable sign that liabilities have been decreased as compare to previous year.
Current Ratio	9.200	1.199	666.93%	company debt position becomes favourable as compare to previous year.
Debt Equity Ratio	0.008	0.130	-93.84%	As the company position to cover its Non operating cost and interest expenses has Recovered as compare to previous year.
Operating Profit Margin (%)	89.40%	-3.403	-2529.41%	As the company position to cover its Expenses has Recovered as compare to previous year.
Net Profit Margin (%)	83.81%	-4.9584	-1803.42%	As the company position to cover its Expenses has Recovered as compare to previous year.
Return on net worth (Any Change)	6.15%	-0.183%	-3316.66%	The companies loss has been reduced as compared to previous year and due to which the Return on Networth has been increased.

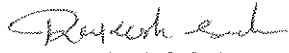
Company's Corporate Website

The Company's website is a comprehensive reference on Available's management, vision, mission, policies, corporate governance, corporate sustainability, investor relations, sales network, updates and news. The section on 'Investors' serves to inform the shareholders, by giving complete financial details, shareholding patterns, corporate governance report, corporate benefits, information relating to stock exchanges, registrars & transfer agents and frequently asked questions etc. Investors can also submit their queries and get feedback through online interactive forms. The section on 'Media' includes all major press reports and releases, awards, campaigns

For and on Behalf of the Board



(Priyanka Jha)
Chairperson
DIN: 07347415



(Rakesh Sahu)
Whole Time Director & CFO
DIN: 08433972



Date: 19.08.2020
Place: Indore

(P)

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF AVAILABLE FINANCE LIMITED

REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENT

OPINION

We have audited the accompanying Standalone Financial Statements of AVAILABLE FINANCE LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and notes to the Standalone Financial Statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Indian Accounting Standards ("Ind AS"), of the state of affairs of the Company as at March 31, 2020, its total comprehensive income, changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

We conducted our audit in accordance with Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial statements under the provisions of the Act and Rules there under and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1.	<p>Transition to Indian Accounting Standards ("Ind AS")</p> <p>The Company has adopted Ind AS notified under section 133 of the Companies Act 2013 ("the Act") read with the Companies (Indian Accounting Standards) Rules, 2015 from April 01, 2019 and the effective date of such transition is April 01, 2018. Ind AS is new and complex accounting standards which require considerable judgment and</p>	<p>Principal Audit Procedures:</p> <p>We have performed the following audit procedures in order to obtain sufficient audit evidence:</p> <p>1) Assessed the Company's process to identify the impact of adoption and transition to the new accounting standards.</p> <p>2) Evaluated the design of internal</p>

	<p>interpretation in its implementation. Further, Ind AS 101 ("First-time Adoption of Indian Accounting Standards") allows two categories of exceptions to the first-time adopter which mainly includes prohibition to retrospective application of certain requirements of Ind AS and exemption from some requirements of Ind AS. We consider this transition and the required disclosure to be a key audit matter because new accounting policies have been developed by the Company to comply with these standards and judgment. Note 18 "Significant Accounting Policies" to the Ind AS Standalone Financial Statements provide detailed information on the significant policies, critical judgment and estimation along with details of exemptions applied from certain requirements under Ind AS based on which these Standalone Financial Statements are prepared.</p>	<p>controls and tested the operating effectiveness of key internal controls around the process of preparation of Financial Statements.</p> <p>3) Reviewed the exemptions availed by the Company from certain requirements under Ind AS.</p> <p>4) Obtained an understanding of the governance over the determination of key judgments.</p> <p>5) Evaluated and tested the key assumptions and judgments adopted by management.</p> <p>6) Assessed the disclosures made against the relevant Ind AS; and</p> <p>7) Determined the appropriateness of the methodologies and models used along with the responsibility of the outputs.</p>
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OTHER INFORMATION

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis; Board's Report including Annexure to Board's Report, Business Responsibility Report but does not include the financial statements and our auditor's report thereon.

Our opinion on the Standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act, read with relevant rules issued there under. 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 design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of



the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

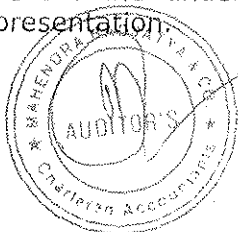
In preparing the Standalone Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the Standalone Financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Standalone Financial Statements. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.



We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

EMPHASIS OF MATTERS

The Operations of the Company during the year ended 31st March 2020 were marginally affected due to Lockdown announced by the Central / State Governments in the month of March 2020 due to the outbreak of Novel Coronavirus COVID19.

Considering the restrictions in physical movement and visits to the company offices, the Company has given us access to their computer/ERP System. We were able to access the relevant data & records for our Audit purpose. Further the company has provided all other data / information / records as required by us using e-data/ e-mail sharing modes. We also had continuous communication with the Audit Team & Management of the Company using various modes such as Audio Conferencing, etc.

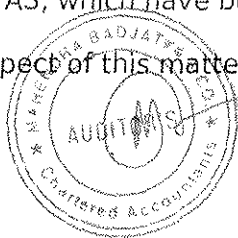
Due to the phase wise Lockdown imposed by Central / State Governments and the resulting travel restrictions, it was not possible for us to physically visit the Company on a regular basis and carry out the audit function. We have carried out the Audit Process using various techniques of Online Auditing. We have verified the records / documents / statements received by us through electronic media. We have also received Management Representation Letters wherever necessary. Using such techniques and relying on the inputs provided by the management, we have ensured reasonable assurance that the information / record / statements provided to us are free from material misstatement and adhere to the relevant standards.

We have carried out the Audit Process subject to our disclosures as mentioned above. The audit evidence obtained by us is adequate to express our audit opinion. While expressing our audit opinion, we have also relied upon certifications by the management or certifications by other independent auditors, wherever required.

OTHER MATTER

The comparative financial information of the Company for the year ended March 31, 2020 and the transition date opening balance sheet as at April 01, 2018 included in these Standalone Financial Statements, are based on the previously issued statutory financial statements prepared in accordance with the Accounting Standards Specified under Section 133 of the Act read with relevant rules issued there under and other accounting principles generally accepted in India audited by us in our report for the year ended March 31, 2019 dated 29th May, 2019 and for the year ended March 31, 2018 dated 30th May, 2018 respectively expressed an unmodified opinion on those Standalone Financial Statements, as adjusted for the differences in the accounting principles adopted by the Company on transition to the Ind AS, which have been audited by us.

Our opinion is not modified in respect of this matter.



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 A", a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, based on our audit, 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 purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Cash Flow Statement dealt with by this report are in agreement with the books of account.
 - d) In our opinion, the aforesaid Standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on 31st March, 2020, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164 (2) of the Act;
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

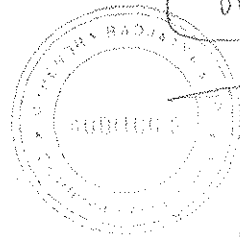
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations as at 31st March 2020 on its financial position in its Standalone financial statements – Refer Note 18 (B) (2) to the Standalone financial Statements.
 - ii. We draw attention to the Note 18 (B) (18) to the Standalone financial statements, as regards to the management evaluation of COVID-19 impact on the future performance of the Company.



- iii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iv. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31st March 2020.

STATUTORY AUDITORS
FOR MAHENDRA BADJATYA & CO
CHARTERED ACCOUNTANTS
ICAI FRN 001457C


CA M.K. BADJATYA
PARTNER
ICAI MNO 070578



PLACE: INDORE

DATE: 29 JUL 2020

ICAI-UDIN-20070578AAAAAK9895

Annexure – “A” to the Independent Auditor’s Report

[Referred to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ in the Independent Auditor’s Report of even date to the members of AVAILABLE FINANCE LIMITED on the Standalone financial statements for the year ended 31st March 2020]

The Annexure required under CARO, 2016 referred to in our Report to the members of the Available Finance Limited (“the Company”) for the year ended 31st March 2020, and according to information and explanations given to us, we report as under:

- i. a. The company has maintained adequate records showing general particulars, including quantitative details and situation of its fixed assets.

b. During the year, the fixed assets of the Company have been physically verified by the management and as informed, no material discrepancies were noticed on such verification. In our opinion, the frequency of verification is reasonable having regard to the size of the Company and the nature of its assets.

c. The company does not have any immovable property; therefore, the requirement of this clause is not applicable to the company.
- ii. The nature of the company’s business is such that it is not required to hold any inventories.
- iii. The company is a registered Non-Banking Financial company (NBFC) and during the ordinary course of its business the company has granted certain unsecured loans to a party covered in the register-maintained U/s 189 of the companies act, 2013 and
 - a) The terms and conditions of the grant of such loans are not prejudicial to the interest of the company.
 - b) The amount is received as per stipulation and there is no outstanding.
- iv. The company is a registered Non-Banking Financial company (NBFC) and provided loans in its ordinary course of business and in respect of such loans the interest is charged over and above the bank rate declared by Reserve Bank of India (RBI). Accordingly, the provisions of section 185 of the companies act, 2013 are complied with. The provisions of the section 186 of the companies act, 2013 are not applicable to the company.
- v. In our opinion, 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. Since the company is a registered NBFC company and is carrying on the business of financial services therefore the requirement of maintenance of cost records under sub section (1) of section 148 of the Companies Act 2013 are not applicable to the company.
- vii. a. The Company is regular in depositing undisputed statutory dues including provident fund, employees’ state insurance, Income-tax, Goods & Service tax, duty of customs and other material statutory dues, as applicable, to the appropriate authorities. Further, no undisputed amounts payable in respect



thereof were outstanding at the year-end for a period of more than six months from the date they become payable.

b. The following dues of Income Tax have not been deposited by the company on account of disputes: -

Name of statute	Nature of Dues	Demand (In ₹'000)	Deposit (In '000)	Balance Outstanding (In ₹'000)	Period to which Amount Relates (A.Y.)	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	506.37	0	506.37	2017-18	CIT APPEAL, INDORE
Income Tax Act, 1961	Income Tax	8943.73	0	8943.73	2012-13	CIT APPEAL, INDORE
	Total	9450.10	0	9450.10		

- viii. The Company has no loans or borrowings payable to a financial institution or a bank or government and no dues payable to debenture-holders during the year. Accordingly, the provisions of clause 3(viii) of the Order are not applicable.
- ix. The Company did not raise moneys by way of initial public offer or further public offer (including debt instruments) and did not have any term loans outstanding during the year. Accordingly, the provisions of clause 3(ix) of the Order are not applicable.
- x. No fraud by the Company or on the company by its officers or employees has been noticed or reported during the period covered by our audit.
- xi. Managerial remuneration has been paid (and)/ provided by the company in accordance with the requisite approvals mandated by the provisions of Section 197 of the Act read with Schedule V to the Act.
- xii. In our opinion, the Company is not a Nidhi Company. Accordingly, provisions of clause 3(xii) of the Order are not applicable.
- xiii. In our opinion all transactions with the related parties are in compliance with Sections 177 and 188 of Act, where applicable, and the requisite details have been disclosed in the financial statements etc., as required by the applicable IND AS.
- xiv. To the best of our knowledge and belief, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Consequently, requirements of clause (xiv) of paragraph 3 of the order are not applicable.
- xv. In our opinion, the company has not entered into any non-cash transactions with the directors or persons connected with them covered under Section 192 of the Act.



xvi. The company is a registered NBFC company U/s 45IA of the Reserve Bank of India Act, 1934 vide registration no B-03.00034 dated 26/02/1998 in category Non-Banking Financial Institution without accepting public deposit and accordingly, the company is carrying on financial Services business.

STATUTORY AUDITORS
FOR MAHENDRA BADJATYA & CO
CHARTERED ACCOUNTANTS
ICAI FRN 001457C



CA M. K. BADJATYA
PARTNER
ICAI MNO 070578

PLACE: INDORE

DATE: 29 JUL 2020

ICAI-UDIN-20070578AAAAAK9895

Annexure – “B” to the Independent Auditor’s Report

(Referred to in paragraph 2 under ‘Report on Other Legal and Regulatory Requirements’ in the Independent Auditor’s Report of even date to the members of AVAILABLE FINANCE LIMITED on the Standalone financial statements for the year ended 31st March 2020)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of Available Finance Limited (“the Company”) as of 31st March 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

MANAGEMENT’S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITOR’S RESPONSIBILITY

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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



MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

1. Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company.
2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
3. Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

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

OPINION

In our opinion, and to the best of our information and according to the explanation given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

STATUTORY AUDITORS
FOR MAHENDRA BADJATYA & CO
CHARTERED ACCOUNTANTS
ICAI FRN 001457C



Mahendra Badjatya
CA M.K. BADJATYA
PARTNER
ICAI MNO 070578

PLACE: INDORE

DATE: 29 JUL 2020

ICAI-UDIN-20070578AAAAAK9895

AVAILABLE FINANCE LIMITED
STANDALONE BALANCE SHEET AS AT 31 MARCH 2020

(₹ in 000)

Particulars	Note No.	As at 31st March 2020	As at 31st March 2019	As at 01st April 2018
ASSETS				
Financial Assets				
Cash and cash equivalents	1	356.52	1374.32	144.27
Loans	2	1258.55	19510.56	59803.14
Investments	3	173533.00	166952.79	168995.40
Other financial Assets	4	4.00	4.00	4.00
Non-financial Assets				
Property, Plant and Equipment	5	6.88	7.93	8.97
Other non-financial assets	6	6119.50	4648.03	4171.57
Total Assets		181278.46	192497.63	233127.36
LIABILITIES AND EQUITY				
LIABILITIES				
Financial Liabilities				
Borrowings (Other than Debt Securities)	7	18964.67	36488.63	74704.69
Other Financial Liabilities	8	83.02	200.18	184.27
Non-Financial Liabilities				
Other non-financial liabilities	9	7.90	368.01	765.48
EQUITY				
Equity Share capital	10	102037.00	102037.00	102037.00
Other Equity	11	60185.88	53403.81	55435.93
Total Liabilities and Equity		181278.46	192497.63	233127.36

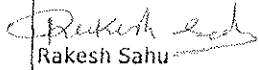
See accompanying notes to the financial statements

18


For and on behalf of Board of Directors



Priyanka Jha
(Director)
(DIN - 07347415)



Rakesh Sahu
(Whole Time Director & CFO)
(DIN - 08433972)



Yogendra Narsingh Shukla
(Chief Executive Officer)
PAN :- AHHPS3478E



CS Ankur Sen
(ACS: A-47684)
(Company Secretary)

Place: Indore
Date

29 JUL 2020

As per our report of even date Attached
Statutory Auditors
For Mahendra Badjatya & Co
Chartered Accountants
ICAI FRN 001457C



CA M.K. BADJATYA
Partner
ICAI MNO 070578

ICAI-UDIN-20070578AAAAAK9895

AVAILABLE FINANCE LIMITED
STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED 31st MARCH, 2020

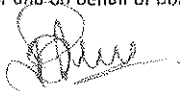
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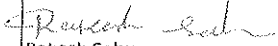
	Particulars	Note No.	Year ended March 31st 2020	Year ended March 31st 2019
	Revenue from operations			
(i)	Interest Income	12	10930.79	5614.34
(I)	Total Revenue from operations		10930.79	5614.34
(II)	Other Income	13	483.74	0.00
(III)	Total Income (I+II)		11414.53	5614.34
	Expenses			
(i)	Finance Costs	14	277.14	3638.06
(ii)	Employee Benefits Expenses	15	306.15	369.69
(iii)	Depreciation, amortization and impairment	16	1.05	1.05
(iv)	Others expenses	17	1058.17	1796.60
(IV)	Total Expenses (IV)		1642.50	5805.40
(V)	Profit / (loss) before exceptional items and tax (III-IV)		9772.02	-191.06
(VI)	Exceptional items		0.00	0.00
(VII)	Profit/(loss) before tax (V -VI)		9772.02	-191.06
(VIII)	Tax Expenses:		205.71	85.36
(i)	Current Tax		150.00	0.00
(ii)	Deferred Tax		0.00	0.00
(iii)	Adjustment in respect of current income tax of prior years		55.71	85.36
(IX)	Profit / (loss) for the period from continuing operations(VII-VIII)		9566.32	-276.41
(X)	Profit/ (loss) for the period		9566.32	-276.41
(XI)	Other Comprehensive Income			
	(A) (i) Items that will not be reclassified to profit or loss		-2784.24	-1755.71
	(ii) Income tax relating to items that will not be reclassified to profit or loss		0.00	0.00
	Subtotal (A)		-2784.24	-1755.71
	(B) (i) Items that will be reclassified to profit or loss		0.00	0.00
	(ii) Income tax relating to items that will be reclassified to profit or loss		0.00	0.00
	Subtotal (B)		0.00	0.00
	Other Comprehensive Income (A + B)		-2784.24	-1755.71
(XII)	Total Comprehensive Income for the period (XIII+XIV) (Comprising Profit (Loss) and other Comprehensive Income for the period)		6782.07	-2032.12
(XIII)	Earnings per equity share			
	Basic (Rs.)		0.94	-0.03
	Diluted (Rs.)		0.94	-0.03


See accompanying notes to the financial statements

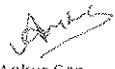
18

For and on behalf of Board of Directors


Priyanka Jha
(Director)
(DIN - 07347415)


Rakesh Sahu
(Whole Time Director & CFO)
(DIN - 08433972)


Yogendra Narsingh Shukla
(Chief Executive Officer)
PAN :- AHHPS3478E


CS Ankur Sen
(ACS: A-47684)
(Company Secretary)

Place: Indore
Date

29 JUL 2020

As per our report of even date Attached
Statutory Auditors
For Mahendra Badjatya & Co
Chartered Accountants
ICAI FRN 001457C



CA M.K. BADJATYA
Partner
ICAI MNO 070578

ICAI - UDIN - 20070578AAAAK1895

AVAILABLE FINANCE LIMITED
STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31st MARCH, 2020

(₹ in 000)


A. EQUITY SHARE CAPITAL


Balance as at 31st March 2019	Changes in equity share capital during the year	Balance as at March 31, 2020
102037.00	0.00	102037.00
Balance as at April 01, 2018	Changes in equity share capital during the year	Balance as at March 31, 2019
102037.00	0.00	102037.00

B. OTHER EQUITY

Particulars	Reserve and Surplus				Other reserves	Total
	Statutory Reserve (NBFC Reserve)	Security Premium	Capital Reserve	Retained Earnings	Fair value through comprehensive income	
Balance as at April 01, 2018	5835.88	14050.50	15822.00	13590.20	6137.35	55435.93
Changes in accounting policy/ prior period errors	0.00	0.00	0.00	0.00	0.00	0.00
Restated balances at the beginning of the reporting period	5835.88	14050.50	15822.00	13590.20	6137.35	55435.93
Profit/ (loss) for the year	0.00	0.00	0.00	-276.41	0.00	-276.41
Other comprehensive income for the year	0.00	0.00	0.00	0.00	-1755.71	-1755.71
Transfer to / from Retained Earnings	0.00	0.00	0.00	0.00	0.00	0.00
Balance as at March 31, 2019	5835.88	14050.50	15822.00	13313.78	4381.64	53403.81
Changes in accounting policy/ prior period errors	0.00	0.00	0.00	0.00	0.00	0.00
Restated balances at the beginning of the reporting period	5835.88	14050.50	15822.00	13313.78	4381.64	53403.81
Profit/ (loss) for the year	0.00	0.00	0.00	9566.32	0.00	9566.32
Other comprehensive income for the year	0.00	0.00	0.00	0.00	-2784.24	-2784.24
Transfer to / from Retained Earnings	1913.26	0.00	0.00	-1913.26	0.00	0.00
Balance as at March 31, 2020	7749.14	14050.50	15822.00	20966.84	1597.40	60185.88

For and on behalf of Board of Directors


Priyanka Jha
(Director)
(DIN - 07347415)


Rakesh Sahu
(Whole Time Director & CFO)
(DIN - 08433972)


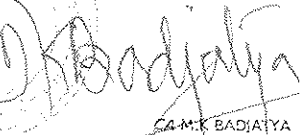

Yogendra Narsingh Shukla
(Chief Executive Officer)
PAN :- AHHPS3478E


CS Ankur Sen
(ACS: A-47684)
(Company Secretary)

Place: Indore
Date

29 JUL 2020

As per our report of even date Attached
Statutory Auditors
For Mahendra Badjatya & Co
Chartered Accountants
ICAI FRN 001457C



C.M.K. BADJATYA
Partner
ICAI MNO 070578

ICAI - UDIN - 20070578AAAAAK9895

AVAILABLE FINANCE LIMITED
STANDALONE CASH FLOW STATEMENT FOR THE PERIOD ENDED 31ST MARCH 2020

(₹ in 000)

PARTICULARS	Year ended March 31st 2020	Year ended March 31st 2019
A) CASH FLOW FROM OPERATING ACTIVITIES		
Profit Before Tax	9772.02	-191.06
Add : Adjustment for		
Depreciation and amortization expenses	1.05	1.05
Provision Diminution In Value Of Investment	0.00	286.91
Impairment on investments	70.50	0.00
Operating Profit before Working Capital Changes	9843.57	96.89
Adjustments for changes in working capital:		
(Increase)/ Decrease in Loans	18252.01	40292.58
Decrease in investments	-9434.96	0.00
Increase in other non-financial assets	-1471.47	-476.46
(Decrease)/ increase in other financial liabilities	-117.16	15.91
(Decrease) in other non financial liabilities	-360.11	-397.46
Cash Generated from Operations before Tax	16711.87	39531.47
Direct Taxes	-205.71	-85.36
[A] Net Cash Inflow/(outflow) from Operating Activities	16506.15	39446.11
B) CASH FLOW FROM INVESTING ACTIVITIES		
Purchase/Sale of Fixed Assets	0.00	0.00
Dividend Income	0.00	0.00
[B] Net Cash Inflow/(outflow) from Investing Activities	0.00	0.00
C) CASH FLOW FROM FINANCING ACTIVITIES		
Repayment of borrowings	-17523.96	-38216.06
[C] Net Cash Inflow from Financing Activities	-17523.96	-38216.06
Net Decrease in Cash & Cash Equivalents (A+B+C)	-1017.80	1230.05
Cash & Cash Equivalents at the beginning of the year	1374.32	144.27
Cash & Cash Equivalents at the end of the year	356.51	1374.32

Notes to the Statement of Cash Flow :

i) Reconciliation of Cash and cash equivalents with the Balance Sheet:

(₹ in 000)

PARTICULARS	As at 31st March 2020	As at 31st March 2019
Cash and cash equivalents as per Balance Sheet (Refer note 1)	356.52	1374.32

ii) The Statement of Cash Flow has been prepared under the 'Indirect Method' set out in Ind AS 7 'Statement of Cash Flow'.


iii) As per the amendment in Ind AS 7 'Statement of Cash Flow' : Disclosure of changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes.

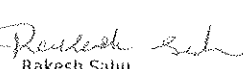
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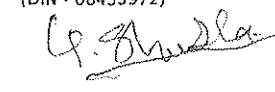
PARTICULARS	Financing Cash Flows	Non-Cash Changes				As on 31st March 2020
		Acquisition of Subsidiary	Disposal of Subsidiary	Fair Value Adjust- ment	Other Changes	
Other Borrowings	0.00	0.00	0.00	0.00	0.00	18964.67


*Amended Ind-AS 7 states that "First time Adoption of IND AS is not required to provide comparative information for preceding periods."

For and on behalf of Board of Directors


Priyanka Jha
(Director)
(DIN - 07347415)


Rakesh Sahu
(Whole Time Director & CFO)
(DIN - 08433972)

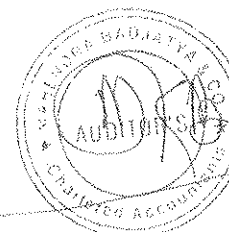

Yogendra Narsingh Shukla
(Chief Executive Officer)
PAN :- AHHPS3478E



CS Ankur Sen
(ACS: A-47684)
(Company Secretary)

Place: Indore
Date

29 JUL 2020

As per our report of even date Attached
Statutory Auditors
For Mahendra Badjatya & Co
Chartered Accountants
ICAI FRN 001457C




M.K. BADJATYA
Partner
ICAI MNO 070578

ICAI-UDIN-20070578AAAAAK9895

AVAILABLE FINANCE LIMITED

NOTE - 1
CASH & CASH EQUIVALENTS

(₹ in 000)

Particulars	As at 31st March 2020	As at 31st March 2019	As at 01st April 2018
a. Cash on Hand	12.57	12.07	28.70
b. Balances with Bank:			
In Current account with Scheduled Banks	343.95	1362.25	115.57
Total	356.52	1374.32	144.27

NOTE - 2
LOANS

(₹ in 000)

Particulars	As at March 31st 2020					Subtotal (5=2+3+4)	Total (6=1+5)
	Amortised cost (1)	At Fair Value					
		Through Other Comprehensive Income (2)	Through profit or loss (3)	Designated at fair value through profit or loss (4)			
(A) (i) Others (inter-corporate loans)							
- To related parties	1261.71	0.00	0.00	0.00	0.00	0.00	1261.71
- To others	0.00	0.00	0.00	0.00	0.00	0.00	0.00
(ii) Term Loans	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total (A) - Gross	1261.71	0.00	0.00	0.00	0.00	0.00	1261.71
Less: Impairment	3.15	0.00	0.00	0.00	0.00	0.00	3.15
Total (A) - Net	1258.55	0.00	0.00	0.00	0.00	0.00	1258.55
(B) (i) Unsecured	1261.71	0.00	0.00	0.00	0.00	0.00	1261.71
Total (B)- Gross	1261.71	0.00	0.00	0.00	0.00	0.00	1261.71
Less: Impairment loss allowance	3.15	0.00	0.00	0.00	0.00	0.00	3.15
Total (B) - Net	1258.55	0.00	0.00	0.00	0.00	0.00	1258.55
(C) (I) Loans in India							
(i) Public Sector	0.00	0.00	0.00	0.00	0.00	0.00	0.00
(ii) Others	1261.71	0.00	0.00	0.00	0.00	0.00	1261.71
Total (C) - Gross	1261.71	0.00	0.00	0.00	0.00	0.00	1261.71
Less: Impairment loss allowance	3.15	0.00	0.00	0.00	0.00	0.00	3.15
Total(C) (I)-Net	1258.55	0.00	0.00	0.00	0.00	0.00	1258.55
(C) (II) Loans outside India	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Less: Impairment loss allowance	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total (C) (II)- Net	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total C(I) and C(II)	1258.55	0.00	0.00	0.00	0.00	0.00	1258.55



Particulars	As at 31st March 2019					
	Amortised cost	At Fair Value			Subtotal	Total
		Through Other Comprehensive Income	Through profit or loss	Designated at fair value through profit or loss		
	(1)	(2)	(3)	(4)	(5=2+3+4)	(6=1+5)
(A) (i) Others (inter-corporate loans)						
- To related parties	19559.46	0.00	0.00	0.00	0.00	19559.46
- To others	0.00	0.00	0.00	0.00	0.00	0.00
(ii) Term Loans	0.00	0.00	0.00	0.00	0.00	0.00
Total (A) - Gross	19559.46	0.00	0.00	0.00	0.00	19559.46
Less: Impairment	48.90	0.00	0.00	0.00	0.00	48.90
Total (A) - Net	19510.56	0.00	0.00	0.00	0.00	19510.56
(B) (i) Unsecured	19559.46	0.00	0.00	0.00	0.00	19559.46
Total (B) - Gross	19559.46	0.00	0.00	0.00	0.00	19559.46
Less: Impairment loss allowance	48.90	0.00	0.00	0.00	0.00	48.90
Total (B) - Net	19510.56	0.00	0.00	0.00	0.00	19510.56
(C) (I) Loans in India						
(i) Public Sector	0.00	0.00	0.00	0.00	0.00	0.00
(ii) Others	19559.46	0.00	0.00	0.00	0.00	19559.46
Total (C) - Gross	19559.46	0.00	0.00	0.00	0.00	19559.46
Less: Impairment loss allowance	48.90	0.00	0.00	0.00	0.00	48.90
Total(C) (i)-Net	19510.56	0.00	0.00	0.00	0.00	19510.56
(C) (II) Loans outside India	0.00	0.00	0.00	0.00	0.00	0.00
Less: Impairment loss allowance	0.00	0.00	0.00	0.00	0.00	0.00
Total (C) (II)- Net	0.00	0.00	0.00	0.00	0.00	0.00
Total C(I) and C(II)	19510.56	0.00	0.00	0.00	0.00	19510.56

₹ in 000

Particulars	As at 01st April 2018					
	Amortised cost	At Fair Value			Subtotal	Total
		Through Other Comprehensive Income	Through profit or loss	Designated at fair value through profit or loss		
	(1)	(2)	(3)	(4)	(5=2+3+4)	(6=1+5)
(A) (i) Others (inter-corporate loans)						
- To related parties	0.00	0.00	0.00	0.00	0.00	0.00
- To others	59953.03	0.00	0.00	0.00	0.00	59953.03
(ii) Term Loans	0.00	0.00	0.00	0.00	0.00	0.00
Total (A) - Gross	59953.03	0.00	0.00	0.00	0.00	59953.03
Less: Impairment	149.88	0.00	0.00	0.00	0.00	149.88
Total (A) - Net	59803.14	0.00	0.00	0.00	0.00	59803.14
(B) (i) Unsecured	59953.03	0.00	0.00	0.00	0.00	59953.03
Total (B) - Gross	59953.03	0.00	0.00	0.00	0.00	59953.03
Less: Impairment loss allowance	149.88	0.00	0.00	0.00	0.00	149.88
Total (B) - Net	59803.14	0.00	0.00	0.00	0.00	59803.14
(C) (I) Loans in India						
(i) Public Sector	0.00	0.00	0.00	0.00	0.00	0.00
(ii) Others	59953.03	0.00	0.00	0.00	0.00	59953.03
Total (C) - Gross	59953.03	0.00	0.00	0.00	0.00	59953.03
Less: Impairment loss allowance	149.88	0.00	0.00	0.00	0.00	149.88
Total(C) (I)-Net	59803.14	0.00	0.00	0.00	0.00	59803.14
(C) (II) Loans outside India	0.00	0.00	0.00	0.00	0.00	0.00
Less: Impairment loss allowance	0.00	0.00	0.00	0.00	0.00	0.00
Total (C) (II)- Net	0.00	0.00	0.00	0.00	0.00	0.00
Total C(I) and C(II)	59803.14	0.00	0.00	0.00	0.00	59803.14



AVAILABLE FINANCE LIMITED

NOTE 2
LOANS

A comparison between provisions required under IRACP and impairment allowances made under Ind AS 109:

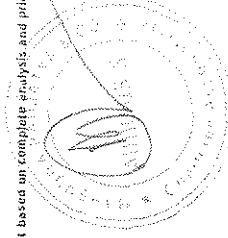
Asset Classification as per IIR Norms	As at 31 March 2020					Difference between Ind AS 109 provisions and IRACP norms
	1	2	3	4	5=3-4	
Performing Assets						
Standard		Stage 1	1261.71	3.15	1258.55	3.15
Subtotal		Stage 2	0.00	0.00	0.00	0.00
			1261.71	3.15	1258.55	3.15
Non-Performing Assets (NPA)		Stage 3	0.00	0.00	0.00	0.00
Substandard		Stage 3	0.00	0.00	0.00	0.00
Doubtful - up to 1 year		Stage 3	0.00	0.00	0.00	0.00
1 to 3 years		Stage 3	0.00	0.00	0.00	0.00
More than 3 years		Stage 3	0.00	0.00	0.00	0.00
Subtotal for doubtful			0.00	0.00	0.00	0.00
Loss		Stage 3	0.00	0.00	0.00	0.00
Subtotal for NPA			0.00	0.00	0.00	0.00
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current income recognition, Asset Classification and Provisioning (IRACP) norms		Stage 1	0.00	0.00	0.00	0.00
		Stage 2	0.00	0.00	0.00	0.00
		Stage 3	0.00	0.00	0.00	0.00
Subtotal			0.00	0.00	0.00	0.00
Total		Stage 1	1261.71	3.15	1258.55	3.15
		Stage 2	0.00	0.00	0.00	0.00
		Stage 3	0.00	0.00	0.00	0.00
		Total	1261.71	3.15	1258.55	3.15

Asset Classification as per IIR Norms	As at 31 March 2019					Difference between Ind AS 109 provisions and IRACP norms
	1	2	3	4	5=3-4	
Performing Assets						
Standard		Stage 1	19559.46	48.90	19510.56	48.90
Subtotal		Stage 2	0.00	0.00	0.00	0.00
			19559.46	48.90	19510.56	48.90
Non-Performing Assets (NPA)		Stage 3	0.00	0.00	0.00	0.00
Substandard		Stage 3	0.00	0.00	0.00	0.00
Doubtful - up to 1 year		Stage 3	0.00	0.00	0.00	0.00
1 to 3 years		Stage 3	0.00	0.00	0.00	0.00
More than 3 years		Stage 3	0.00	0.00	0.00	0.00
Subtotal for doubtful			0.00	0.00	0.00	0.00
Loss		Stage 3	0.00	0.00	0.00	0.00
Subtotal for NPA			0.00	0.00	0.00	0.00
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current income recognition, Asset Classification and Provisioning (IRACP) norms		Stage 1	0.00	0.00	0.00	0.00
		Stage 2	0.00	0.00	0.00	0.00
		Stage 3	0.00	0.00	0.00	0.00
Subtotal			0.00	0.00	0.00	0.00
Total		Stage 1	19559.46	48.90	19510.56	48.90
		Stage 2	0.00	0.00	0.00	0.00
		Stage 3	0.00	0.00	0.00	0.00
		Total	19559.46	48.90	19510.56	48.90

Asset Classification as per IIR Norms	As at 01 April 2018					Difference between Ind AS 109 provisions and IRACP norms
	1	2	3	4	5=3-4	
Performing Assets						
Standard		Stage 1	59953.03	149.88	59803.14	149.88
Subtotal		Stage 2	0.00	0.00	0.00	0.00
			59953.03	149.88	59803.14	149.88
Non-Performing Assets (NPA)		Stage 3	0.00	0.00	0.00	0.00
Substandard		Stage 3	0.00	0.00	0.00	0.00
Doubtful - up to 1 year		Stage 3	0.00	0.00	0.00	0.00
1 to 3 years		Stage 3	0.00	0.00	0.00	0.00
More than 3 years		Stage 3	0.00	0.00	0.00	0.00
Subtotal for doubtful			0.00	0.00	0.00	0.00
Loss		Stage 3	0.00	0.00	0.00	0.00
Subtotal for NPA			0.00	0.00	0.00	0.00
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current income recognition, Asset Classification and Provisioning (IRACP) norms		Stage 1	0.00	0.00	0.00	0.00
		Stage 2	0.00	0.00	0.00	0.00
		Stage 3	0.00	0.00	0.00	0.00
Subtotal			0.00	0.00	0.00	0.00
Total		Stage 1	59953.03	149.88	59803.14	149.88
		Stage 2	0.00	0.00	0.00	0.00
		Stage 3	0.00	0.00	0.00	0.00
		Total	59953.03	149.88	59803.14	149.88

* NOTE:

The outstanding balances with the loan parties will be realized fully without any default based on complete analysis and prior years trends, hence the provisioning as per Ind AS 109 and IRACP norms have been done at the same percentage.



(₹ in 000)

Particulars	Face value	Number of shares/ units	As at 31st March 2020						
			Amortised cost	At Fair Value			Sub-Total	Others*(At Cost)	Total
				Through Other Comprehensive Income	Through profit or loss	Designated at fair value through profit or loss			
			(1)	(2)	(3)	(4)	(5)=(2)+(3)+(4)	(6)	(7)=(1)+(5)+(6)
Equity instruments (quoted)									
Ad-Manum Finance Ltd.(Related Party)	10.00	270110.00	0.00	2736.21	0.00	0.00	2736.21	0.00	2736.21
Associates									
Agarwal Coal Corporation Pvt. Ltd.	10.00	800000.00	0.00	0.00	0.00	0.00	0.00	50000.00	50000.00
Agarwal Transport Corporation Pvt. Ltd. (Refer Note No 18(B)(7))	10.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Agarwal Fuel Corporation Pvt. Ltd.	10.00	240520.00	0.00	0.00	0.00	0.00	0.00	33100.45	33100.45
Others (related concerns)									
Sanjana Cold Storage Pvt. Ltd.	10.00	144000.00	0.00	6.00	0.00	0.00	0.00	3600.00	3600.00
Gourisut Vyappar Pvt. Ltd.	10.00	912.00	0.00	0.00	0.00	0.00	0.00	70.04	70.04
Shradha Vanliya Pvt. Ltd.	10.00	960.00	0.00	0.00	0.00	0.00	0.00	72.37	72.37
Natraj Vanliya Pvt. Ltd.	10.00	912.00	0.00	0.00	0.00	0.00	0.00	71.42	71.42
Jagdamba Enclave Pvt. Ltd.	10.00	840.00	0.00	0.00	0.00	0.00	0.00	81.56	81.56
Agarwal Real City Pvt Ltd	10.00	244340.00	0.00	0.00	0.00	0.00	0.00	21949.55	21949.55
Project Participation Investment (ARCPL)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	61851.40	61851.40
Total - Gross (A)			0.00	2736.21	0.00	0.00	2736.21	170796.79	173533.00
(i) Investments outside India			0.00	0.00	0.00	0.00	0.00	0.00	0.00
(ii) Investments in India			0.00	2736.21	0.00	0.00	2736.21	170796.79	173533.00
Total (B)			0.00	2736.21	0.00	0.00	2736.21	170796.79	173533.00
Less: Allowance for impairment (C)			0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total - Net D= (A)-(C)			0.00	2736.21	0.00	0.00	2736.21	170796.79	173533.00

(₹ in 000)

Particulars	Face value	Number of shares/ units	As at 31st March 2019						Total
			Amortised cost	At Fair Value			Sub-Total	Others(At Cost)	
				Through Other Comprehensive Income	Through profit or loss	Designated at fair value through profit or loss			
			(1)	(2)	(3)	(4)	(5)=(2)+(3)+(4)	(6)	(7)=(1)+(5)+(6)
Equity instruments (quoted)									
Ad-Manum Finance Ltd.(Related Party)	10.00	270110.00	0.00	5807.37	0.00	0.00	5807.37	0.00	5807.37
Kay Vee Aar Ltd.	10.00	15000.00	0.00	70.50	0.00	0.00	70.50	0.00	70.50
Associates									
Agarwal Coal Corporation Pvt. Ltd.	10.00	800000.00	0.00	0.00	0.00	0.00	0.00	50000.00	50000.00
Agarwal Transport Corporation Pvt. Ltd.	10.00	350000.00	0.00	0.00	0.00	0.00	0.00	29750.00	29750.00
Agarwal Fuel Corporation Pvt. Ltd.	10.00	148750.00	0.00	0.00	0.00	0.00	0.00	25300.00	25300.00
Others (related concerns)									
Sanjana Cold Storage Pvt. Ltd.	10.00	144000.00	0.00	0.00	0.00	0.00	0.00	3600.00	3600.00
Gourisut Vyappar Pvt. Ltd.	10.00	912.00	0.00	0.00	0.00	0.00	0.00	70.04	70.04
Shradha Vanliya Pvt. Ltd.	10.00	960.00	0.00	0.00	0.00	0.00	0.00	72.37	72.37
Natraj Vanliya Pvt. Ltd.	10.00	912.00	0.00	0.00	0.00	0.00	0.00	71.42	71.42
Jagdamba Enclave Pvt. Ltd.	10.00	840.00	0.00	0.00	0.00	0.00	0.00	81.56	81.56
Project Participation Investment (ARCPL)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	52416.44	52416.44
Total - Gross (A)			0.00	5877.87	0.00	0.00	5877.87	161361.83	167239.70
(i) Investments outside India			0.00	0.00	0.00	0.00	0.00	0.00	0.00
(ii) Investments in India			0.00	5877.87	0.00	0.00	5877.87	161361.83	167239.70
Total (B)			0.00	5877.87	0.00	0.00	5877.87	161361.83	167239.70
Less: Allowance for impairment (C)			0.00	286.91	0.00	0.00	286.91	0.00	286.91
Total - Net D= (A)-(C)			0.00	5590.96	0.00	0.00	5590.96	161361.83	166952.79

(₹ in 000)

As at 01st April 2018									
Particulars	Face value	Number of shares/ units	Amortised cost	At Fair Value			Sub-Total	Others (At Cost)	Total
				Through Other Comprehensive Income	Through profit or loss	Designated at fair value through profit or loss			
			(1)	(2)	(3)	(4)	(5)=(2)+(3)+(4)	(6)	(7)=(1)+(5)+(6)
Equity instruments (quoted)									
Ad-Manum Finance Ltd.(Related Party)	10.00	270110.00	0.00	7549.57	0.00	0.00	7549.57	0.00	7549.57
Kay Vee Aar Ltd. Associates	10.00	15000.00	0.00	84.00	0.00	0.00	84.00	0.00	84.00
Agarwal Coal Corporation Pvt. Ltd.	10.00	800000.00	0.00	0.00	0.00	0.00	0.00	50000.00	50000.00
Agarwal Transport Corporation Pvt. Ltd.	10.00	350000.00	0.00	0.00	0.00	0.00	0.00	29750.00	29750.00
Agarwal Fuel Corporation Pvt. Ltd.	10.00	148750.00	0.00	0.00	0.00	0.00	0.00	25300.00	25300.00
Others (related concerns)									
Sanjana Cold Storage Pvt. Ltd.	10.00	144000.00	0.00	0.00	0.00	0.00	0.00	3600.00	3600.00
Gourisut Vyappar Pvt. Ltd.	10.00	912.00	0.00	0.00	0.00	0.00	0.00	70.04	70.04
Shradha Vanija Pvt. Ltd.	10.00	960.00	0.00	0.00	0.00	0.00	0.00	72.37	72.37
Natraj Vanija Pvt. Ltd.	10.00	912.00	0.00	0.00	0.00	0.00	0.00	71.42	71.42
Jagdamba Enclave Pvt. Ltd.	10.00	840.00	0.00	0.00	0.00	0.00	0.00	81.56	81.56
Project Participation Investment (ARCPL)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	52416.44	52416.44
Total - Gross (A)			0.00	7633.57	0.00	0.00	7633.57	161361.83	168995.40
(i) Investments outside India			0.00	0.00	0.00	0.00	0.00	0.00	0.00
(ii) Investments in India			0.00	7633.57	0.00	0.00	7633.57	161361.83	168995.40
Total (B)			0.00	7633.57	0.00	0.00	7633.57	161361.83	168995.40
Less: Allowance for impairment (C)			0.00	6.00	0.00	0.00	6.00	0.00	6.00
Total - Net D= (A)-(C)			0.00	7633.57	0.00	0.00	7633.57	161361.83	168995.40

AVAILABLE FINANCE LIMITED

NOTE - 4

OTHER FINANCIAL ASSETS

(₹ in 000)

<u>Particulars</u>	<u>As at 31st March 2020</u>	<u>As at 31st March 2019</u>	<u>As at 01st April 2018</u>
Security Deposits:			
Deposit With Canara Bank	1.00	1.00	1.00
Telephone Deposit	3.00	3.00	3.00
Total	4.00	4.00	4.00



AVAILABLE FINANCE LIMITED

NOTE- 5

PROPERTY, PLANT & EQUIPMENT

(₹ in 000)

Particulars	Computers	Furniture and Fixtures	Office equipment	Total
Gross value				
Balance as at 01st April 2019	42.45	75.14	5.50	123.09
- Additions/ acquisitions	0.00	0.00	0.00	0.00
- Disposals/Transfers	0.00	0.00	0.00	0.00
Balance as at 31st March 2020	42.45	75.14	5.50	123.09
Accumulated Depreciation				
Balance as at 01st April 2019	40.33	71.39	3.45	115.16
- Depreciation charge for the year	0.00	0.00	1.05	1.05
- Impairment loss	0.00	0.00	0.00	0.00
- Disposals/Transfers	0.00	0.00	0.00	0.00
Balance as at 31st March 2020	40.33	71.39	4.50	116.21
Net carrying value				
As at 01st April 2019	2.12	3.76	2.05	7.93
As at 31st March 2020	2.12	3.76	1.00	6.88

Particulars	Computers	Furniture and Fixtures	Office equipment	Total
Gross value				
Balance as at 01st April 2018	42.45	75.14	5.50	123.09
- Additions/ acquisitions	0.00	0.00	0.00	0.00
- Disposals/Transfers	0.00	0.00	0.00	0.00
Balance as at 31st March 2019	42.45	75.14	5.50	123.09
Accumulated Depreciation				
Balance as at 01st April 2018	40.33	71.39	2.41	114.12
- Depreciation charge for the year	0.00	0.00	1.05	1.05
- Impairment loss	0.00	0.00	0.00	0.00
- Disposals/Transfers	0.00	0.00	0.00	0.00
Balance as at 31st March 2019	40.33	71.39	3.45	115.16
Net carrying value				
As at 01st April 2018	2.12	3.76	3.09	8.97
As at 31st March 2019	2.12	3.76	2.05	7.93



NOTE-6
OTHER NON FINANCIAL ASSETS

Particulars	As at 31st March 2020	As at 31st March 2019	As at 01st April 2018
Prepaid Expenses	0.00	10.63	11.25
Income tax refundable	5176.42	2764.48	1320.57
Deposit Under Income Tax Protest (FY 2013-14)	0.00	1872.92	1872.92
TDS Receivable	1093.08	0.00	966.83
Less: Income tax provision	-150.00	0.00	0.00
TOTAL	6119.50	4548.03	4171.57

(₹ in 000)

NOTE-7
BORROWINGS (OTHER THAN DEBT SECURITIES)

Particulars	As at 31st March 2020				As at 31st March 2019				As at 01st April 2018			
	At Amortised Cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total	At Amortised Cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total	At Amortised Cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total
Banks from related parties	18964.67	0.00	0.00	18964.67	19164.67	0.00	0.00	19164.67	21912.64	0.00	0.00	21912.64
Others (inter-corporate)	0.00	0.00	0.00	0.00	17323.96	0.00	0.00	17323.96	52792.05	0.00	0.00	52792.05
Total (A)	18964.67	0.00	0.00	18964.67	36488.63	0.00	0.00	36488.63	74704.69	0.00	0.00	74704.69
Borrowings in India	18964.67	0.00	0.00	18964.67	36488.63	0.00	0.00	36488.63	74704.69	0.00	0.00	74704.69
Borrowings outside India	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total (B)	18964.67	0.00	0.00	18964.67	36488.63	0.00	0.00	36488.63	74704.69	0.00	0.00	74704.69

(₹ in 000)



AVAILABLE FINANCE LIMITED.

NOTE - 8
OTHER FINANCIAL LIABILITIES

(₹ in 000)

PARTICULARS	As at 31st March 2020	As at 31st March 2019	As at 01st April 2018
Director's Remuneration	0.00	52.00	0.00
Employees dues	0.00	34.14	0.00
Office Rent	8.50	33.98	0.00
Others	74.52	80.05	184.27
TOTAL	83.02	200.18	184.27

NOTE-9
OTHER NON FINANCIAL LIABILITIES

(₹ in 000)

PARTICULARS	As at 31st March 2020	As at 31st March 2019	As at 01st April 2018
Statutory Dues Payable:			
TDS payable	7.90	368.01	765.48
TOTAL	7.90	368.01	765.48

NOTE -10
Equity share capital

(₹ in 000)

Particulars	As at 31st March 2020		As at 31st March 2019		As at 01st April 2018	
	Number	₹	Number	₹	Number	₹
Authorised						
Equity Shares of ₹10 each.	10500000.00	105000.00	10500000.00	105000.00	10500000.00	105000.00
Issued						
Equity Shares of ₹10 each.	10203700.00	102037.00	10203700.00	102037.00	10203700.00	102037.00
Subscribed & Paid up						
Equity Shares of ₹10 each.	10203700.00	102037.00	10203700.00	102037.00	10203700.00	102037.00
	10203700.00	102037.00	10203700.00	102037.00	10203700.00	102037.00

The Company has only one class of Shares i.e. Equity Share. Each Equity Share is entitled for one vote.

Reconciliation of the number of Shares outstanding at the beginning of the year and at the end of the year

Particulars	As at 31st March 2020		As at 31st March 2019		As at 01st April 2018	
	Number	₹	Number	₹	Number	₹
Shares outstanding at the beginning of the year	10203700.00	102037.00	10203700.00	102037.00	10203700.00	102037.00
Shares issued during the year	0.00	0.00	0.00	0.00	0.00	0.00
Shares bought back during the year	0.00	0.00	0.00	0.00	0.00	0.00
Shares outstanding at the end of the year	10203700.00	102037.00	10203700.00	102037.00	10203700.00	102037.00

Details of shareholding more than 5% shares in the company:

Particulars	As at 31st March 2020		As at 31st March 2019		As at 01st April 2018	
	Number of shares held	%	Number of shares held	%	Number of shares held	%
Archana Coal Pvt. Ltd.	5889946.00	57.72	5889946.00	57.72	5889946.00	57.72
Vandana Taya	540600.00	5.30	540600.00	5.30	540600.00	5.30

Disclosure as to Holding Company:

Particulars	As at 31st March 2020		As at 31st March 2019		As at 01st April 2018	
	Number of shares held	%	Number of shares held	%	Number of shares held	%
Archana Coal Private Limited	5889946.00	57.72	5889946.00	57.72	5889946.00	57.72

NOTE - 11
OTHER EQUITY

(₹ in 000)

Particulars	As at 31st March 2020	As at 31st March 2019	As at 01st April 2018
a. Capital Reserves			
Balance as per last year	15822.00	15622.00	15822.00
b. Securities Premium			
Balance as per Last Year	14050.50	14050.50	14050.50
c. NBFC Reserves			
Balance as per last year	5835.88	5835.88	5835.88
Add/ less: current year transfer	1913.26	0.00	0.00
	7749.14	5835.88	5835.88
d. Retained earnings			
Balance as per Last Financial Statement	13313.78	13590.20	27615.18
Add/ Less: Net Profit/(loss) for the year	9566.32	-276.41	-14024.99
Add/ less: Current year transfers to reserves	-1913.26	0.00	0.00
Closing balance	20966.84	13313.78	13590.20
e. Fair value through other comprehensive income			
Opening balance	4381.64	6137.35	0.00
Add/ (less): Movement during the year	-2784.24	-1755.71	6137.35
Closing balance	1597.40	4381.64	6137.35
Total (a+b+c+d+e)	60185.88	53403.81	55435.93

Nature and purpose of Reserves:

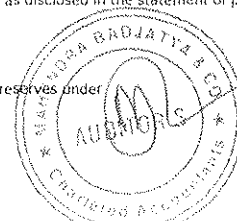
Capital Reserve: The Reserve is created based on statutory requirement under the Companies Act, 2013. This is not available for distribution of dividend but can be utilized for issuing bonus shares.

Securities premium: Securities premium reserve is used to record premium on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

NBFC Reserves: Every year the Company transfers a of sum of not less than twenty per cent of net profit of that year as disclosed in the statement of profit and loss to its Statutory Reserve pursuant to Section 45-1C of the RBI Act, 1934.

Retained earnings: Retained earnings comprises of the Company's undistributed earnings after taxes.

FVOCI equity instrument: The fair value changes of the long term investments in securities have been recognised in reserves under FVOCI equity instruments as at the date of transition and subsequently in the other comprehensive income for the year.



AVAILABLE FINANCE LIMITED

NOTE- 12
INTEREST INCOME

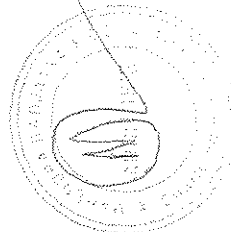
(₹ in 000)

Particulars	Year ended March 31st 2020			Year ended March 31st 2019		
	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	Interest Income on Financial Assets classified at fair value through profit or loss	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	Interest Income on Financial Assets classified at fair value through profit or loss
Interest on Loans	0.00	447.50	0.00	0.00	5614.34	0.00
Interest income from investments	0.00	10483.29	0.00	0.00	0.00	0.00
Interest on deposits with Banks	0.00	0.00	0.00	0.00	0.00	0.00
Other interest Income	0.00	0.00	0.00	0.00	0.00	0.00
Total	0.00	10930.79	0.00	0.00	5614.34	0.00

NOTE- 13
OTHER INCOME

(₹ in 000)

Particulars	Year ended March 31st 2020	Year ended March 31st 2019
Interest on IT Refund	483.74	0.00
Total	483.74	0.00



AVAILABLE FINANCE LIMITED

NOTE -14
FINANCE COSTS

(` in 000)

Particulars	Year ended March 31st 2020		Year ended March 31st 2019	
	On financial liabilities measured at fair value through profit or loss	On financial liabilities measured amortised cost	On financial liabilities measured at fair value through profit & loss	On financial liabilities measured amortised cost
Interest on borrowings	0.00	0.00	0.00	0.00
Interest to Related Parties	0.00	0.00	0.00	991.75
Others	0.00	277.14	0.00	2646.32
Total	0.00	277.14	0.00	3638.06

NOTE -15
EMPLOYEE BENEFIT EXPENSES

(` in 000)

Particulars	Year ended March 31st 2020	Year ended March 31st 2019
Salaries and wages		
- Salary and allowances	306.15	348.15
- Bonus	0.00	20.13
Contribution to provident and other funds	0.00	1.42
Staff welfare expenses	0.00	0.00
Total	306.15	369.69

NOTE -16
DEPRECIATION , AMORTIZATION , IMPAIRMENT

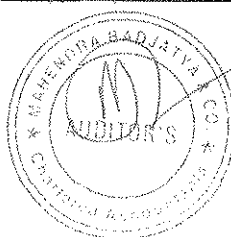
(` in 000)

Particulars	Year ended March 31st 2020	Year ended March 31st 2019
Depreciation	1.05	1.05
Total	1.05	1.05

NOTE -17
OTHER EXPENSES

(` in 000)

Particulars	Year ended March 31st 2020	Year ended March 31st 2019
Advertisement & Publicity	41.37	31.59
Auditor's fees and expenses (Note 18B(4))	71.80	71.80
AGM Expenses	4.96	11.59
Insurance	10.63	21.26
Conveyance Expenses	0.00	48.50
Director's fees, allowances and expenses	117.00	599.90
Director Sitting Fees	0.00	46.00
Investments Written Off	70.50	0.00
Legal & Professional charges	215.12	257.88
Listing Fees	354.00	295.00
Rent, taxes and energy cost	114.18	101.95
Printing and stationery	22.93	34.85
Fees And Subscription	66.58	19.14
Diminution in value of Investment	0.00	286.91
Provision For Standard Assets	-45.74	-100.98
Other expenditure	14.85	71.22
Total	1058.17	1796.60



NOTE- 18

B. ADDITIONAL NOTES ON ACCOUNTS

1. Notes 1 to 18 referred herein above forms an integral part of these Financial Statements.

2. CONTINGENT LIABILITIES:

Disputed demand of Income-tax pending appeals amounting to ₹9450099/- (PY ₹ 57773590/-) against which an amount of ₹ 0.00/- (F.Y 18-19 ₹1872920) paid under protest but not provided for.

3. Tax expenses as per IND AS 12:

a. Deferred Tax: (₹ '000)		
Particulars	2019-2020	2018-2019
WDV as per Company Law	6.88	7.93
WDV as per Income Tax	3.40	3.67
A. Timing Difference of Depreciation	3.48	4.26
Tax liability on above	0.88	1.11
B. Provision for NPA	3.15	48.90
Tax asset on above	0.79	12.71
Net Liability/ (Asset)	0.08	-11.61

* The impact of deferred tax liability is negligible, therefore ignored.

b. The income tax expense for the year can be reconciled to the accounting profit : (₹ '000)		
Particulars	2019-2020	2018-2019
Profit before tax from continuing operation	9772.02	-191.06
Tax rate	25.17%	26.00%
Income tax expense calculated	2459.62	0.00
Other differences*	2253.91	0.00
Income tax expense recognised in profit or loss	205.71	85.36

* Effect of exempt, non deductible and concession (allowances), etc.

c. Provision For Taxation

Provision for taxation for the year has been made after considering allowance, claims and relief available to the Company.

d. Pursuant to the Taxation Laws (Amendment) Ordinance, 2019

The company has migrated to the new tax regime.

4. AUDITOR'S REMUNERATION: (₹ '000)		
Particulars	2019-2020	2018-2019
Statutory Audit fees	60.00	60.00
Certification and other charges	11.80	11.80
Total	71.80	71.80

5. RELATED PARTY TRANSACTION: AS PER INDIAN ACCOUNTING STANDARD - 24

The information regarding related parties have been determined to the extent such parties have been identified on the basis of information available with the company irrespective of the transactions with them during the year.

Names of related parties:

Key management personnel:

	Name of KMP	Designation
i	Mr. Rakesh Sahu	CFO and WTD
ii	Mr. Ankur Sen (w.e.f. 15-07-2019)	Company Secretary (CS)
iii	Mr. Abhitap Kumar Jain (from 04-06-2019 to 15-07-2019)	Company Secretary (CS)
iv	Ms. Prachi Rathil (17-11-2018 to 04-06-2019)	Company Secretary (CS)
v	Mr. Yogendra Narsingh Shukla	CEO

List of related parties as per the requirements of Ind-AS 24 - Related Party Disclosures

i. Enterprises on which the Company is able to exercise significant influence

a) Company

1. Agarwal Coal Corporation Pvt Ltd
2. Agarwal Fuel Corporation Pvt Ltd
3. Agarwal Coal Washery Pvt Ltd
4. Agarwal Transport Corporation Pvt.Ltd (Since Amalgamated)
5. Ad-manum Finance Ltd
6. Agarwal Real City Pvt.Ltd
7. Archana Coal Pvt Ltd
8. Stewardship Advisory Pvt.Ltd
9. Sanjana Cold Storage Pvt Ltd
10. GourisutVyapar Pvt Ltd
11. Shradha Vaniya Pvt Ltd
12. Natraj Vaniya Pvt Ltd
13. Jagdamba Enclave Pvt Ltd

b) Firm

1. Neena Warehousing Corporation
2. Agarwal Realinfra LLP
3. Neena Real Estate Corporation

c) Trust

1. Maa Charitable Trust
2. Balaji Sewarth Vinod Agrawal Foundation
3. Maharaja Agrasen Bhawan Niyas
4. Sanstha Agrasen Sewa
5. Vinod Agarwal Private Family Trust
6. Neenadevi Agarwal Family Private Trust
7. Vinod Agarwal Family Private Trust
8. Vinod Agarwal Daughter's Family Trust
9. Vinod Agarwal Legacy Trust

d) Co-Op Society

1. CITM Co-Op Society

e) Individual

1. Vinod Kumar Agarwal
2. Neena Devi Agarwal
3. Tapan Agarwal

f) HUF

1. Vinod Kumar Agarwal HUF



II. Key Management Personnel

1. Mr. Rakesh Sahu: CFO & WTD
2. Mr. Ankur Sen (w.e.f. 15-07-2019): Company Secretary
3. Mr. Abhitap Kumar Jain (from 04-06-2019 to 15-07-2019): Company Secretary
4. Ms. Prachi Rathi (17-11-2018 to 04-06-2019): Company Secretary
5. Mr. Yogendra Narsingh Shukla: CEO

III. Associates

1. Agarwal Coal Corporation Pvt Ltd
2. Agarwal Fuel Corporation Pvt Ltd

IV. Holding Company

1. Archana Coal Pvt Ltd

Transactions with Related Parties during the Year ended 31st March 2020: (₹ '000)

	Name of party	Nature of transaction	Amount	Outstanding amount
i	Mr. Rakesh Sahu	Salary	117.00	0.00
ii	Mr. Abhitap Kumar Jain	Salary	45.00	0.00
iii	Miss. Prachi Rathi	Salary	35.48	0.00
iv	Mr. Ankur Sen	Salary	225.66	0.00
v	Mr. Vinod Kumar Agarwal	Rent Payment	101.95	8.50
vi	Ad-Manum Finance Limited	Loan Repaid	18725.00	1261.71
		Interest Received	447.50	
vii	Agarwal Transport Corporation Pvt Ltd (Since Amalgamated)	Loan Given	300.00	0.00
		Loan Repaid	300.00	
viii	Agarwal Real City Pvt Ltd	Interest Received	10483.29	0.00

6. BASIC AND DILUTED EPS AS PER IND AS 33: (₹ '000)

Particulars	2019-2020	2018-2019
Net (Loss)/Profit attributable to equity shareholders	9566.32	-276.41
Number of equity shares issued (basic)	10203700.00	10203700.00
Number of equity shares issued (Weighted)	10203700.00	10203700.00
Basic and Diluted earnings per share	0.94	-0.03

7 The Company was holding 36.22% equity shares in Agarwal Transport Corporation Private Limited (ATCPL). ATCPL had filed a combined scheme of arrangement with NCLT for demerger of an undertaking into Agarwal Fuel Corporation Private Ltd. (AFCPL) and merger of ATCPL into Agarwal Real City Pvt Ltd (ARCPL) respectively with appointed date of 1 April 2019. The scheme of arrangement was approved by NCLT vide its order dated 19 March 2020 with effect from appointed date of 1 April 2019 and pursuant to said order, pending post accounting year event of allotment by relevant companies the Company acknowledged the receipt of 91770 equity shares of Rs 10/- each of AFCPL and 244335 Equity Shares of Rs 10/- each of ARCPL against its shareholding in ATCPL, which is shown under note no 3 on the breakup value of the original investment in ATCPL. Accordingly, the Company is now holding 32.27% in equity shares of AFCPL and 11.57% shares in ARCPL.

8 Pursuant to Ind AS 112 -- 'Disclosure of Interests in Other Entities' the interest of the Company in various Associates are as follows:
The Company is holding more than 20% Equity Shares in Agarwal Coal Corporation Pvt. Ltd. (27.85%) and Agarwal Fuel Corporation Pvt. Ltd. (32.27%) which are therefore Associate companies within the meaning of section 2(6) of the Companies Act, 2013 and as per applicable IND AS the consolidated financial statements shall be separately prepared.

9 The company is a subsidiary within the meaning of section 2(87) of the Companies Act, 2013 of Archana Coal Pvt. Ltd. which is holding 57.72% (PY 57.72%) equity shares of the company.

10 Investment in the project participatory contribution in Agarwal Real City Private Limited a related party was made on 28.5.2014 and which was due for maturity on 31.3.2021. In order to minimise future risk due to Covid-19 pandemic and uncertain real estate market, the company settled the same and booked an income of interest in the current year.

11 Pursuant to disclosure pertaining to Section 186 (4) of the Companies Act, 2013 the following are the details thereof:

a Loan given-outstanding as at the year-end:
Refer note 5 above, under the transactions with Related parties during the year for the details.

b Investments Made:
The investments are classified under respective heads for purposes as mentioned in their object clause.

c Guarantee Given or Security Provided:
During the year there has been no such transaction.

12 Disclosure Pursuant to regulation 54(f) of the SEBI (Listing Obligations & Disclosure Requirements) Regulation 2013.

a Loans and Advances in the nature of Loans to Subsidiary:
There were no such transaction during the year.

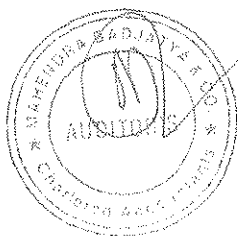
b Loans and Advances in the nature of loan to Associates, Related Party and parties where directors are interested: (₹ '000)

Name of the Company	As at		Maximum Balance	
	31st March 2020	31st March 2019	2019-2020	2018-2019
Ad-Manum Finance Limited	1261.71	19559.46	19559.46	20452.03

c i) None of the parties to whom loans were given have made investment in the shares of the Company.
ii) The above Advances fall under the category of loans, which are repayable on demand and interest has been charged on it.

13 Risk Management

The company is a core investment company and having its major exposure to the group companies and therefore the company does not envisage any market risk, currency risk, interest rate risk, price risk, liquidity risk and credit risk. The Company's senior management in consultation with audit committee has the responsibility for establishing and governing the Company's overall risk management framework, wherever applicable.



14 Financial Instruments by Category and fair value hierarchy:

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values.

The fair values of the financial assets and financial liabilities included in the level 2 and level 3 categories have been determined in accordance with generally accepted pricing models based on a discounted cash flow analysis, with the most significant inputs being the discount rate that reflects the credit risk of counterparties.

(₹ '000)						
As 31st March 2020	Fair Value Measurement			Fair Value hierarchy		
Particulars	FVTPL	FVOCI	Amortised Cost	Level-1	Level-2	Level-3
Financial assets						
Investments	0.00	2736.21	0.00	2736.21	0.00	0.00
Cash and cash equivalents	0.00	0.00	356.52	0.00	0.00	0.00
Loans	0.00	0.00	1258.55	0.00	0.00	0.00
Other financial assets	0.00	0.00	4.00	0.00	0.00	0.00
Total	0.00	2736.21	1619.07	2736.21	0.00	0.00
Financial liabilities						
Borrowings (Other than Debt Securities)	0.00	0.00	18964.67	0.00	0.00	0.00
Other financial liabilities	0.00	0.00	83.02	0.00	0.00	0.00
Total	0.00	0.00	19047.69	0.00	0.00	0.00

(₹ '000)						
As 31st March 2019	Fair Value Measurement			Fair Value hierarchy		
Particulars	FVTPL	FVOCI	Amortised Cost	Level-1	Level-2	Level-3
Financial assets						
Investments	0.00	5877.87	0.00	5877.87	0.00	0.00
Cash and cash equivalents	0.00	0.00	1374.32	0.00	0.00	0.00
Loans	0.00	0.00	19510.56	0.00	0.00	0.00
Other financial assets	0.00	0.00	4.00	0.00	0.00	0.00
Total	0.00	5877.87	20888.88	5877.87	0.00	0.00
Financial liabilities						
Borrowings (Other than Debt Securities)	0.00	0.00	36488.63	0.00	0.00	0.00
Other financial liabilities	0.00	0.00	200.18	0.00	0.00	0.00
Total	0.00	0.00	36688.81	0.00	0.00	0.00

To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into three levels prescribed under the Ind AS. An explanation for each level is given below:

Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

15 Events after reporting date

There have been no events after the reporting date that require adjustment/ disclosure in these financial statements.

16 As per the information on records, the company does not have any overdue outstanding to micro and small-scale industrial enterprises under MSMED Act, 2006.

17 Directors Remuneration:

The company has paid director's remuneration as per the provisions of schedule V to the companies act, 2013 and complied all the provisions of the said act.

The Breakup of remuneration is as under:

(₹ '000)		
Name of director	Nature of payment	Amount
Rakesh Sahu	Salary and allowance	117.00

18 Uncertainties relating to the Global Health Pandemic from COVID-19:

In accordance with the RBI guidelines relating to COVID-19 Regulatory Package dated March 27th, 2020 and April 17th, 2020, the Company has no such transactions attracting any uncertainties due to the same.

19 Balance of Borrowings, loans & advances are subject to respective consent, confirmations, reconciliation, and consequential adjustment, if any.

20 In accordance with IND AS - 109 the long-term investments held by the company are to be carried at Cost or Fair Value. All the investments of the Company have been considered by the management to be of long-term nature.

21 The Company has sold one car to Ad-Manum Finance Ltd. (Related Party) in the previous year amounting to ₹ 15 lacs pending transfer in the name of Buyer.

22 Additional information pursuant to the provisions of Part - II of schedule III to the Companies Act, 2013 are - NIL

23 Section 135 of the Companies Act, 2013, related to corporate social responsibility (CSR) is not applicable to the company.

24 According to IND AS - 7 the desired Cash flow statement is enclosed herewith.

25 Previous year's figures have been regrouped, rearranged, and recast wherever necessary.

26 Figures are rounded off to the nearest multiple of a ₹ (Rupee).

Priyanka Jha
(Director)
(DIN - 07347415)

As per our report of even date Attached
Statutory Auditors
For Mahendra Badjatya & Co
Chartered Accountants
ICAI FRN 001457C

Rakesh Sahu
(Whole Time Director & CFO)
(DIN - 08433972)

Yogendra Narsingh Shukla
(Chief Executive Officer)
PAN :- AHHPS3478E

CS Ankur Sen
(ACS: A-47684)
(Company Secretary)

Place: Indore
Date :29.07.2020



CA M.K. BADJATYA
Partner
ICAI MNO 070578

ICAI - UDIN - 20070578AAAAAK9895

Note 18:

Notes forming part of Standalone Financial Statements for the year ended 31st March, 2020

(All amounts are in Indian Rupees in Thousands unless otherwise stated)

A. Corporate Information

Available Finance Limited ('the Company') is registered as Non-Banking Company (Applied for Core Investment Company) ('CIC') Non – Deposit Taking Non Systematically Important (NBFC-CIC-ND-NSI) under section 45-IA of Reserve Bank of India Act, 1934.

As a CIC, the Company is primarily a holding company, holding investments in its subsidiaries, associates, and other group companies. The Company's subsidiaries and associates are engaged in a wide array of businesses in the Trading sector. The Company is a Public Limited Company listed on Mumbai stock exchange being recognized stock exchanges in India. The registered office of the Company is located at "Agarwal House, Ground Floor 5, Yeshwant Colony Indore – 452016 (M.P.), India.

These standalone financial statements of the Company for the year ended March 31, 2020 were authorized for issue by the Board of Directors on 29.07.2020, pursuant to the provision of the Companies Act, 2013 (the 'Act') Securities and Exchange Board of India and other statutory regulatory bodies.

B. Significant accounting policies

1. Statement of compliance

The standalone financial statements have been prepared in accordance with Indian Accounting standards ("Ind AS") notified, under section 133 of the Companies Act, 2013 ('Act') read with the rules notified under the relevant provisions of the Act.

Upto the year ended 31st March, 2019, the company prepared its financial statements in accordance with the requirement of previous GAAP, which included Standards notified under the Companies (Accounting Standards) Rules, 2006. These financial statements are the first financial statements of the company under Ind AS. The date of transition to Ind AS is 1st April, 2018.

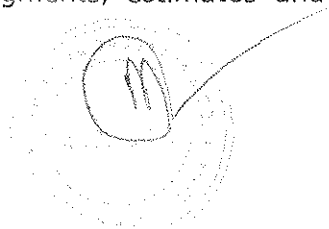
2. Basis of Preparation

The standalone financial statements have been prepared on accrual basis and under the historical cost convention except for certain financial instruments which are measured at fair value at the end of each reporting period, as explained in the accounting policies mentioned below.

The financial statements including notes thereon are presented in Indian Rupees ("Rupees" or "INR"), which is the Company's functional and presentation currency. All amounts disclosed in the financial statements including notes thereon have been rounded off to the nearest thousands of Rupees as per the requirement of Schedule III to the Act, unless stated otherwise.

3. Use of Estimates, Judgments and Assumptions

The preparation of financial statements in accordance with Ind AS requires management to make judgments, estimates and assumptions that affect the



application of accounting policies and the reported amount of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

All the assets and liabilities have been classified as current or non-current as per the company's normal operating cycle of twelve months and other criteria set out in Schedule III to the Companies Act, 2013.

Significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have significant effect on amount recognized in the financial statements are:

- i. Recognition and measurement of provision and contingencies.
- ii. Depreciation/ Amortisation and useful lives of Property, plant and equipment / Intangible Assets.
- iii. Recognition of deferred tax.
- iv. Income Taxes.
- v. Measurement of defined benefit obligation.
- vi. Impairment of Non-financial assets and financial assets.

4. Revenue Recognition

Revenue is measured at fair value of the consideration received or receivable. Revenue is recognized when (or as) the Company satisfies a performance obligation by transferring a promised goods or service to a customer.

When a performance obligation is satisfied, the Company recognizes as revenue the amount of the transaction price (excluding estimates of variable consideration) that is allocated to that performance obligation.

- (i) Interest income
Interest income is recognized using the effective interest rate.
- (ii) Dividend income
Dividend income is recognized when the right to receive payment is established.

5. Property, Plant and Equipment

a. Measurement and recognition:

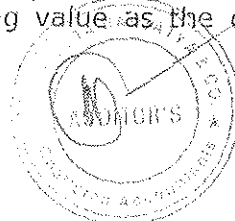
An item of property, plant and equipment that qualifies as an asset is measured on initial recognition at cost.

Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses, if any. The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other non-refundable purchase taxes or levies, directly attributable cost of bringing the asset to its working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, if any.

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the company.

b. Transition to Ind AS:

On transition to Ind AS the company has elected to continue the carrying value of all its property, plant and equipment's recognized as at 1st April, 2018 measured as previous GAAP and used that carrying value as the deemed cost of all its property, plant and equipment's.



c. Depreciation:

Depreciation on each part of an item of property, plant and equipment is provided using the Straight-Line Method based on the useful life of the asset as per the provisions of Section 123 read with Schedule II Part C of the Companies Act 2013.

6. Intangible assets

a. Measurement and recognition:

Intangible assets are held at cost less accumulated amortisation and impairment losses. Intangible assets developed or acquired with finite useful life are amortised on straight line basis over the useful life of asset.

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates or when the development stage is achieved. All other expenditure, including expenditure on internally generated goodwill and brands, when incurred is recognised in statement of profit and loss.

b. Amortisation

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values using the straight-line method over their estimated useful lives and is generally recognised in statement of profit and loss.

7. Impairment of non-financial asset

The company assesses at each reporting date whether there is any objective evidence that a non-financial asset or a group of non-financial assets are impaired. If any such indication exists, the company estimates the amount of impairment loss. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or group of assets is considered as cash generating unit. If any such indication exists, an estimate of the recoverable amount of the individual asset/cash generating unit is made.

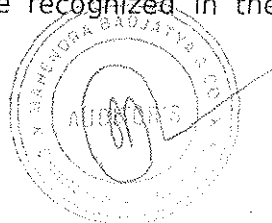
An impairment loss is calculated as the difference between an asset's carrying amount and recoverable amount. Losses are recognized in profit or loss and reflected in an allowance account. When the company considers that there are no realistic prospects of recovery of the asset, the relevant amounts are written off. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, then the previously recognized impairment loss is reversed through profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been in place had there been no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in Statement of Profit and Loss, taking into account the normal depreciation/amortization.

8. Employee Benefits

A. Short Term Employee Benefits

Short term employee benefits are recognized in the period during which the services have been rendered.



B. Long Term Employee Benefits

- a. Retirement benefits in the form of Provident Fund & Other Fund are paid & charged to the Statement of Profit and Loss for the year when contributions to the respective Funds are due.
- b. Gratuity liability under the Payment of Gratuity Act is paid & charged to the Statement of Profit and Loss for the year when contributions to the LIC Group Gratuity trust is due.

9. Taxation

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

a. Current taxes

Provision for current tax is made after taking into consideration benefits admissible under provisions of the Income Tax Act, 1961. Minimum Alternative Tax (MAT) credit entitlement is recognized where there is convincing evidence that the same can be realized in future.

b. Deferred Taxes

The deferred tax charge or credit the corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future; however where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is reasonable certainty of realization of such assets.

10. Provisions, contingent liabilities, and contingent assets

The Company creates a provision when there is a present obligation as a result of past events and it is probable that there will be outflow of resources and a reliable estimate of the obligation can be made of the amount of the obligation. Contingent liabilities are not recognized but are disclosed in the notes to the financial statements. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote.

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed.

Contingent assets are neither recognized nor disclosed in the financial statements.

11. Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability, or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible to the Company.



The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 - inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3 - inputs that are unobservable for the asset or liability.

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

12. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial instruments also include derivative contracts such as foreign currency foreign exchange forward contracts, interest rate swaps and currency options; and embedded derivatives in the host contract.

a. Financial Assets

Classification:

The Company shall classify financial assets and subsequently measured at amortised cost, fair value through other comprehensive income (FVOCI) or fair value through profit or loss (FVTPL) on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

Initial recognition and measurement:

All financial assets are recognised initially at fair value plus transaction costs that are attributable to the acquisition of the financial asset, in the case of financial assets not recorded at fair value through profit or loss. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the company commits to purchase or sell the asset.

Fair value through profit or loss:

Assets that do not meet the criteria for amortized cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognized in Statement of Profit and Loss in the period in which it arises, unless it arises from debt instruments that were designated at fair



value or which are not held for trading. Interest income from these financial assets is included in 'Interest income' using the effective interest rate method.

Fair value through other comprehensive income:

Financial assets that are held for collection of contractual cash flows and for selling the assets, where the assets' cash flows represent solely payments of principal and interest, and that are not designated at FVPL, are measured at fair value through other comprehensive income. Movements in the carrying amount are taken through FVOCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses on the instrument's amortized cost which are recognized in profit or loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss. Interest income from these financial assets is included in 'Interest income' using the effective interest rate method.

Amortized Cost:

Assets that are held for contractual cash flows where those cash flows represent solely payments of principal and interest ('SPPI'), and that are not designated at FVTPL, are measured at amortized cost. The carrying amount of these assets is adjusted by any expected credit loss allowance recognized and measured. Interest income from these financial assets is recognized using the effective interest rate method.

Interest income:

Interest income is calculated by applying the effective interest rate to the gross carrying amount of financial assets.

Equity instruments:

Equity instruments are instruments that meet the definition of equity from the issuer's perspective; that is, instruments that do not contain a contractual obligation to pay and that evidence a residual interest in the issuer's net assets. Ind AS 109 requires all investments in equity instruments and contracts on those instruments to be measured at fair value.

The Company subsequently measures all quoted equity investments at fair value. Where the company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification for fair value gains and losses to profit or loss following the de-recognition of the investment.

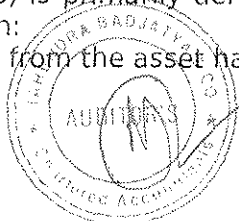
The Company subsequently measures all un-quoted equity investments at cost based on the requirements of Ind AS 109, where in some limited circumstances cost is a more appropriate estimate of fair value, that may be the case if insufficient more recent information is available to measure the fair value or if there is a wide range of possible fair value measurements and cost represents the best estimate of the fair value within that range.

Changes in the fair value of financial assets at fair value through profit or loss are recognized in net gain/ loss on fair value changes in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value. Gains and losses on equity investments at FVTPL are included in the Statement of Profit and Loss.

De-recognition:

A financial asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) is primarily derecognised (i.e. removed from the company's balance sheet) when:

- a. The rights to receive cash flows from the asset have expired, or



- b. The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the company has transferred substantially all the risks and rewards of the asset, or (b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.
- c. When the company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognise the transferred asset to the extent of the company's continuing involvement. In that case, the company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.
- d. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the company could be required to repay.

Impairment of financial assets:

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance:

The Company follows general approach for recognition of impairment loss allowance for financial assets other than trade receivables. In general approach, the financial asset is divided into 3 stages and the amount of ECL is recognized depending on the stage of the financial asset into consideration.

The loss under this approach is either based on the 12 months ECL or lifetime ECL. All financial assets falling in stage 1 is performing and requires 12 months ECL, whereas financial assets in stage 2 where the credit risk has increased significantly post recognition or financial assets in stage 3 which are credit impaired a lifetime ECL is required.

b. Financial Liabilities

Classification:

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

Initial recognition and measurement:

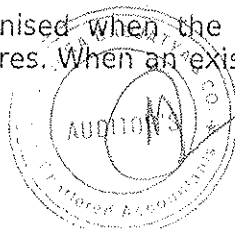
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss or amortised costs.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

De-recognition:

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced



by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting

Financial assets and financial liabilities are offset and the net amount is presented in the balance sheet when, and when the company has a legally enforceable right to set off the amount and it intends either to settle them on net basis or to realize the asset and settle the liability simultaneously.

Derivative financial instruments

The company uses derivative financial instruments, such as forward currency contracts, interest rate swaps and forward commodity contracts, to hedge its foreign currency risks, interest rate risks and commodity price risks, respectively. Such derivative financial instruments are initially recognized at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

13. Cash and cash equivalents

Cash and cash Equivalents in the Balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three or less month, which are subject to an insignificant risk of changes in value.

14. Cash Flow Statement

Cash flows are reported using the indirect method, where by profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating; investing and financing activities of the Company are segregated.

15. Earnings per share

a. Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus element in equity shares issued during the year, if any and excluding treasury shares.

b. Diluted earnings per share

Diluted earnings per share adjusted the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

16. Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.



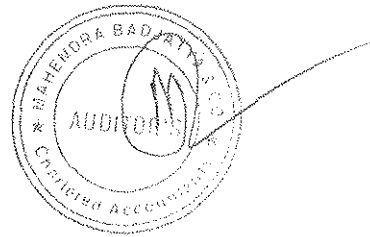
17. Investment in subsidiaries and associates

Investments in subsidiary and associate companies are carried at cost and fair value (deemed cost) as per Ind AS – 101 and 109 less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down to its recoverable amount. On disposal of investments in subsidiary companies, associate companies and joint venture companies, the difference between net disposal proceeds and the carrying amounts are recognized in the Statement of Profit and Loss.

When the company ceases to control the investment in subsidiary or associate the said investment is carried at fair value through profit and loss in accordance with Ind AS 109 "Financial Instruments".

18. Recognition Of NPA

Non-Performing Assets (NPA), if any, is recognized as per the prudential norms of NBFC Rules and Regulations of Reserve Bank of India.



INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF AVAILABLE FINANCE LIMITED

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

OPINION

We have audited the accompanying Consolidated Financial Statements of AVAILABLE FINANCE LIMITED ("the holding Company") and its associates (collectively referred to as "the Group"), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and notes to the Consolidated Financial Statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Indian Accounting Standards ("Ind AS"), of the state of affairs of the Company as at March 31, 2020, its total comprehensive income, changes in equity and its cash flows for the year ended on that date.

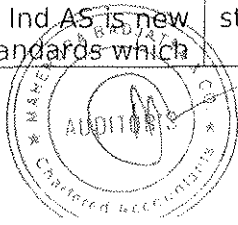
BASIS FOR OPINION

We conducted our audit in accordance with Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated Financial statements under the provisions of the Act and Rules there under and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements of the current period. These matters were addressed in the context of our audit of the Consolidated Financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1.	<p>Transition to Indian Accounting Standards ("Ind AS")</p> <p>The Company has adopted Ind AS notified under section 133 of the Companies Act 2013 ("the Act") read with the Companies (Indian Accounting Standards) Rules, 2015 from April 01, 2019 and the effective date of such transition is April 01, 2018. Ind AS is new and complex accounting standards which</p>	<p>Principal Audit Procedures:</p> <p>We have performed the following audit procedures in order to obtain sufficient audit evidence:</p> <p>1) Assessed the Company's process to identify the impact of adoption and transition to the new accounting standards.</p>



<p>require considerable judgment and interpretation in its implementation. Further, Ind AS 101 ("First-time Adoption of Indian Accounting Standards") allows two categories of exceptions to the first-time adopter which mainly includes prohibition to retrospective application of certain requirements of Ind AS and exemption from some requirements of Ind AS. We consider this transition and the required disclosure to be a key audit matter because new accounting policies have been developed by the Company to comply with these standards and judgment. Note 18 "Significant Accounting Policies" to the Ind AS Consolidated Financial Statements provide detailed information on the significant policies, critical judgment and estimation along with details of exemptions applied from certain requirements under Ind AS based on which these Consolidated Financial Statements are prepared.</p>	<p>2) Evaluated the design of internal controls and tested the operating effectiveness of key internal controls around the process of preparation of Financial Statements.</p> <p>3) Reviewed the exemptions availed by the Company from certain requirements under Ind AS.</p> <p>4) Obtained an understanding of the governance over the determination of key judgments.</p> <p>5) Evaluated and tested the key assumptions and judgments adopted by management.</p> <p>6) Assessed the disclosures made against the relevant Ind AS; and</p> <p>7) Determined the appropriateness of the methodologies and models used along with the responsibility of the outputs.</p>
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OTHER INFORMATION

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis; Board's Report including Annexure to Board's Report, Business Responsibility Report but does not include the financial statements and our auditor's report thereon.

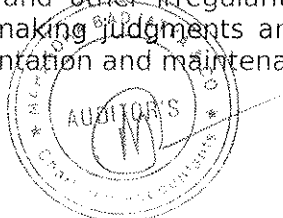
Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act, read with relevant rules issued there under. 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 design, implementation and maintenance of adequate internal financial



controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

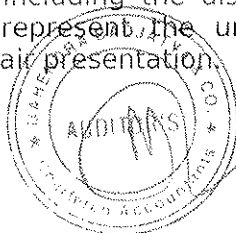
In preparing the Consolidated Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Consolidated Financial Statements. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.



We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

EMPHASIS OF MATTERS

The Operations of the Company during the year ended 31st March 2020 were marginally affected due to Lockdown announced by the Central / State Governments in the month of March 2020 due to the outbreak of Novel Coronavirus COVID19.

Considering the restrictions in physical movement and visits to the company offices, the Company has given us access to their computer/ERP System. We were able to access the relevant data & records for our Audit purpose. Further the company has provided all other data / information / records as required by us using e-data/ e-mail sharing modes. We also had continuous communication with the Audit Team & Management of the Company using various modes such as Audio/Video Conferencing, etc.

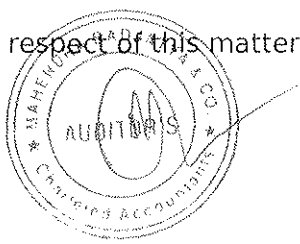
Due to the phase wise Lockdown imposed by Central / State Governments and the resulting travel restrictions, it was not possible for us to physically visit the Company on a regular basis and carry out the audit function. We have carried out the Audit Process using various techniques of Online Auditing. We have verified the records / documents / statements received by us through electronic media. We have also received Management Representation Letters wherever necessary. Using such techniques and relying on the inputs provided by the management, we have ensured reasonable assurance that the information / record / statements provided to us are free from material misstatement and adhere to the relevant standards.

We have carried out the Audit Process subject to our disclosures as mentioned above. The audit evidence obtained by us is adequate to express our audit opinion. While expressing our audit opinion, we have also relied upon certifications by the management or certifications by other independent auditors, wherever required.

OTHER MATTER

The comparative financial information of the Company for the year ended March 31, 2020 and the transition date opening balance sheet as at April 01, 2018 included in these Consolidated Financial Statements, are based on the previously issued statutory financial statements prepared in accordance with the Accounting Standards Specified under Section 133 of the Act read with relevant rules issued there under and other accounting principles generally accepted in India audited by us in our report for the year ended March 31, 2019 dated 29th May, 2019 and for the year ended March 31, 2018 dated 30th May, 2018 respectively expressed an unmodified opinion on those Consolidated Financial Statements, as adjusted for the differences in the accounting principles adopted by the Company on transition to the Ind AS, which have been audited by us.

Our opinion is not modified in respect of this matter.



REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by Section 143 (3) of the Act, based on our audit, 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 purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Cash Flow Statement dealt with by this report are in agreement with the books of account.
- d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on 31st March, 2020, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164 (2) of the Act;
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.


- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations as at 31st March 2020 on its financial position in its Consolidated Financial Statements – Refer Note 18 (B) (2) to the Consolidated Financial Statements.
 - ii. We draw attention to the Note 18 (B) (18) to the Consolidated Financial Statements, as regards to the management evaluation of COVID-19 impact on the future performance of the Company.
 - iii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.



- iv. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31st March 2020.

STATUTORY AUDITORS
FOR MAHENDRA BADJATYA & CO
CHARTERED ACCOUNTANTS
ICAI FRN 001457C




CA M.K. BADJATYA
PARTNER
ICAI MNO 070578
ICAI UDIN 20070578AAAAAK9895

PLACE: INDORE
DATE: 29.07.2020

Annexure – “A” to the Independent Auditor’s Report

(Referred to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ in the Independent Auditor’s Report of even date to the members of AVAILABLE FINANCE LIMITED on the Consolidated financial statements for the year ended 31st March, 2020)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of Available Finance Limited (hereinafter referred to as “the Parent”) and its associate company which are incorporated in India as of 31st March 2020 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

MANAGEMENT’S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITOR’S RESPONSIBILITY

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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



MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

1. Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company.
2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
3. Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

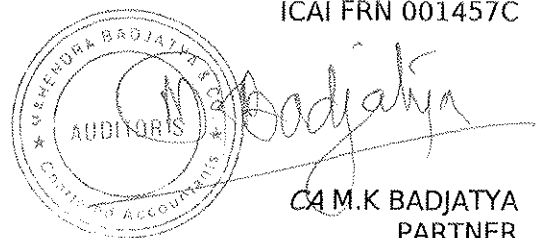
INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

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

OPINION

In our opinion, and to the best of our information and according to the explanation given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

STATUTORY AUDITORS
FOR MAHENDRA BADJATYA & CO
CHARTERED ACCOUNTANTS
ICAI FRN 001457C



CA M.K. BADJATYA
PARTNER
ICAI MNO 070578
ICAI UDIN 20070578AAAAAK9895

PLACE: INDORE
DATE: 29.07.2020

AVAILABLE FINANCE LIMITED
CONSOLIDATED BALANCE SHEET AS AT 31 MARCH 2020

(₹ in 000)

Particulars	Note No.	As at 31st March 2020	As at 31st March 2019	As at 01st April 2018
ASSETS				
Financial Assets				
Cash and cash equivalents	1	356.52	1374.32	144.27
Loans	2	1258.55	19510.56	59803.14
Investments	3	2713765.42	2572754.60	2197441.03
Other financial Assets	4	4.00	4.00	4.00
Non-financial Assets				
Property, Plant and Equipment	5	6.88	7.93	8.97
Other non-financial assets	6	6119.50	4648.03	4171.57
Total Assets		2721510.88	2598299.44	2261572.98
LIABILITIES AND EQUITY				
LIABILITIES				
Financial Liabilities				
Borrowings (Other than Debt Securities)	7	18964.67	36488.63	74704.69
Other Financial Liabilities	8	83.02	200.18	184.27
Non-Financial Liabilities				
Other non-financial liabilities	9	7.90	368.01	765.48
EQUITY				
Equity Share capital	10	102037.00	102037.00	102037.00
Other Equity	11	2600418.29	2459205.62	2083881.55
Total Liabilities and Equity		2721510.88	2598299.44	2261572.98

See accompanying notes to the financial statements

18

For and on behalf of Board of Directors

Sd/-
Rakesh Sahu
(Whole Time Director & CFO)
(DIN - 08433972)

Sd/-
Priyanka Jha
(Director)
(DIN - 07347415)

Sd/-
Yogendra Narsingh Shukla
(Chief Executive Officer)
PAN-AHHPS3478E

Sd/-
CS Ankur Sen
(ACS: A-47684)
(Company Secretary)

Place: Indore
Date: 29-07-2020

As per our report of even date Attached
Statutory Auditors
For Mahendra Badjatya & Co
Chartered Accountants
ICAI FRN 001457C

Sd/-
CA M.K. BADJATYA
Partner
ICAI MNO 070578
ICAI UDIN 20070578AAAAAK9895

AVAILABLE FINANCE LIMITED
CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED 31st MARCH, 2020

(₹ in 000)

	Particulars	Note No.	Year ended March 31st 2020	Year ended March 31st 2019
	Revenue from operations			
(i)	Interest Income	12	10930.79	5614.34
(I)	Total Revenue from operations		10930.79	5614.34
(II)	Other Income	13	483.74	0.00
(III)	Total Income (I+II)		11414.53	5614.34
	Expenses			
(i)	Finance Costs	14	277.14	3638.06
(ii)	Employee Benefits Expenses	15	306.15	369.69
(iii)	Depreciation, amortization and impairment	16	1.05	1.05
(iv)	Others expenses	17	1058.17	1796.60
(IV)	Total Expenses (IV)		1642.50	5805.40
(V)	Profit / (loss) before exceptional items and tax (III-IV)		9772.02	-191.06
(VI)	Exceptional items		0.00	0.00
(VII)	Profit/(loss) before tax (V -VI)		9772.02	-191.06
(VIII)	Tax Expenses:		205.71	85.36
(i)	Current Tax (MAT)		150.00	0.00
(ii)	Deferred Tax		0.00	0.00
(iii)	Adjustment in respect of current income tax of prior years		55.71	85.36
(IX)	Profit / (loss) for the period from continuing operations(VII-VIII)		9566.32	-276.41
(X)	Profit/(loss) for the period before share from the associates		9566.32	-276.41
(XI)	Share in Profit of Associates		472144.76	353181.76
(XII)	Consolidated Profit For the Year		481711.08	352905.34
(XIII)	Other Comprehensive Income			
	(A) (i) Items that will not be reclassified to profit or loss		-2659.01	-1755.71
	(ii) Income tax relating to items that will not be reclassified to profit or loss		0.00	0.00
	Subtotal (A)		-2659.01	-1755.71
	(B) (i) Items that will be reclassified to profit or loss		0.00	0.00
	(ii) Income tax relating to items that will be reclassified to profit or loss		0.00	0.00
	Subtotal (B)		0.00	0.00
	Other Comprehensive Income (A + B)		-2659.01	-1755.71
(XIV)	Total Comprehensive Income for the period (XIII+XIV) (Comprising Profit (Loss) and other Comprehensive Income for the period)		479052.07	351149.63
(XV)	Earnings per equity share			
	Basic (Rs.)		47.21	34.59
	Diluted (Rs.)		47.21	34.59

See accompanying notes to the financial statements

18

For and on behalf of Board of Directors

Sd/-
Rakesh Sahu
(Whole Time Director , CFO)
(DIN - 08433972)

Sd/-
Priyanka Jha
(Director)
(DIN - 07347415)

Sd/-
Yogendra Narsingh Shukla
(Chief Executive Officer)
PAN-AHHP53478E

Sd/-
CS Ankur Sen
(ACS: A-47684)
(Company Secretary)

Place: Indore
Date: 29-07-2020

As per our report of even date Attached
Statutory Auditors
For Mahendra Badjatya & Co
Chartered Accountants
ICAI FRN 001457C

Sd/-

CA M.K BADJATYA
Partner
ICAI MNO 070578
ICAI UDIN 20070578AAAAAK9895

AVAILABLE FINANCE LIMITED
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31st MARCH, 2020

(₹ In 000)

A. EQUITY SHARE CAPITAL

Balance as at 31st March 2019	Changes in equity share capital during the year	Balance as at March 31, 2020
102037.00	0.00	102037.00
Balance as at April 01, 2018	Changes in equity share capital during the year	Balance as at March 31, 2019
102037.00	0.00	102037.00

B. OTHER EQUITY

Particulars	Reserve and Surplus				Other reserves	Total
	Statutory Reserve (NBFC Reserve)	Security Premium	Capital Reserve	Retained Earnings	Fair value through other comprehensive income	
Balance as at April 01, 2018	5835.88	85692.33	15822.00	1970393.99	6137.35	2083881.55
Changes in accounting policy/prior period errors	0.00	0.00	0.00	0.00	0.00	0.00
Restated balances at the beginning of the reporting period	5835.88	85692.33	15822.00	1970393.99	6137.35	2083881.55
Profit/ (loss) for the year	0.00	0.00	0.00	377079.78	0.00	377079.78
Other Comprehensive Income for the Year	0.00	0.00	0.00	0.00	-1755.71	-1755.71
Movement during the year	0.00	0.00	0.00	0.00	0.00	0.00
Transfer to / from Retained Earnings	0.00	0.00	0.00	0.00	0.00	0.00
Balance as at March 31, 2019	5835.88	85692.33	15822.00	2347473.77	4381.64	2459205.62
Changes in accounting policy/prior period errors	0.00	0.00	0.00	0.00	0.00	0.00
Restated balances at the beginning of the reporting period	5835.88	85692.33	15822.00	2347473.77	4381.64	2459205.62
Profit/ (loss) for the year	0.00	0.00	0.00	159453.65	0.00	159453.65
Other Comprehensive Income for the Year	0.00	0.00	0.00	0.00	-381.29	-381.29
Movement during the year	0.00	-17859.68	0.00	0.00	0.00	-17859.68
Transfer to / from Retained Earnings	1913.26	0.00	0.00	-1913.26	0.00	0.00
Balance as at March 31, 2020	7749.14	67832.65	15822.00	2505014.15	4000.35	2600418.29

For and on behalf of Board of Directors

Sd/-
Rakesh Sahu
(Whole Time Director - CFO)
(DIN - 08433972)

Sd/-
Priyanka Jha
(Director)
(DIN - 07347415)

Sd/-
Yogendra Narsingh Shukla
(Chief Executive Officer)
PAN-AHHP53478E

Sd/-
CS Ankur Sen
(ACS: A-47684)
(Company Secretary)

Place: Indore
Date: 29-07-2020

As per our report of even date Attached
Statutory Auditors
For Mahendra Badjatya & Co
Chartered Accountants
ICAI FRN 001457C

Sd/-

CA M.K. BADJATYA
Partner
ICAI MNO 070578
ICAI UDIN 20070578AAAAK9895

AVAILABLE FINANCE LIMITED
CONSOLIDATED CASH FLOW STATEMENT FOR THE PERIOD ENDED 31ST MARCH 2020

(₹ in 000)		
PARTICULARS	Year ended March 31st 2020	Year ended March 31st 2019
A) CASH FLOW FROM OPERATING ACTIVITIES		
Profit Before Tax	9772.02	-191.06
Add : Adjustment for		
Depreciation and amortization expenses	1.05	1.05
Provision Diminution In Value Of Investment	0.00	286.91
Impairment on investments	70.50	0.00
Operating Profit before Working Capital Changes	9843.57	96.89
Adjustments for changes in working capital:		
Decrease in Loans	18252.01	40292.58
(Increase)/ Decrease in investments	-9434.96	0.00
Increase in Other non-financial Assets	-1471.47	-476.46
(Decrease)/ increase in Other financial liabilities	-117.16	15.91
(Decrease) in Other non financial liabilities	-360.11	-397.46
Cash Generated from Operations before Tax	16711.87	39531.47
Direct Taxes	-205.71	-85.36
[A] Net Cash Inflow/(outflow) from Operating Activities	16506.16	39446.11
B) CASH FLOW FROM INVESTING ACTIVITIES		
Purchase/Sale of Fixed Assets	0.00	0.00
Dividend Income	0.00	0.00
[B] Net Cash Inflow/(outflow) from Investing Activities	0.00	0.00
C) CASH FLOW FROM FINANCING ACTIVITIES		
Repayment of borrowings	-17523.96	-38216.06
[C] Net Cash Inflow from Financing Activities	-17523.96	-38216.06
Net Decrease in Cash & Cash Equivalents (A+B+C)	-1017.79	1230.05
Cash & Cash Equivalents at the beginning of the year	1374.32	144.27
Cash & Cash Equivalents at the end of the year	356.52	1374.32

Notes to the Statement of Cash Flow :

i) Reconciliation of Cash and cash equivalents with the Balance Sheet:

(₹ in 000)		
PARTICULARS	As at 31st March 2020	As at 31st March 2019
Cash and cash equivalents as per Balance Sheet (Refer note 1)	356.52	1374.32

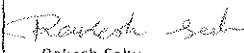
ii) The Statement of Cash Flow has been prepared under the 'Indirect Method' set out in Ind AS 7 'Statement of Cash Flow'.


iii) As per the amendment in Ind AS 7 'Statement of Cash Flow' : Disclosure of changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes.

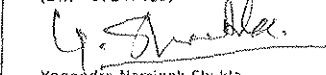
PARTICULARS	Financing Cash Flows	Non-Cash Changes				As on 31st March 2020
		Acquisition of Subsidiary	Disposal of Subsidiary	Fair Value Adjustment	Other Changes	
Other Borrowings	0.00	0.00	0.00	0.00	0.00	18964.67

*Amended Ind-AS 7 states that "First time Adoption of IND AS is not required to provide comparative information for preceding periods.

For and on behalf of Board of Directors


Rakesh Sahu
(Whole Time Director & CFO)
(DIN - 08433972)


Priyanka Jha
(Director)
(DIN - 07347415)



Yogendra Narsingh Shukla
(Chief Executive Officer)
PAN- AHHP53478E


CS Ankur Sen
(ACS: A-47684)
(Company Secretary)

Place: Indore
Date : 29-07-2020

As per our report of even date Attached
Statutory Auditors
For Mahendra Badjatya & Co
Chartered Accountants
ICAI FRN 001457C




CA-MK BADJATYA
Partner
ICAI MNO 070578

3(AJ-003N-20070578AAAAAK9895

AVAILABLE FINANCE LIMITED.

NOTE - 1
CASH & CASH EQUIVALENTS

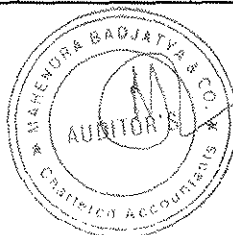
(₹ in 000)

Particulars	As at 31st March 2020	As at 31st March 2019	As at 01st April 2018
a. Cash on Hand	12.57	12.07	28.70
b. Balances with Bank:			
In Current account with Scheduled Banks	343.95	1362.25	115.57
Total	356.52	1374.32	144.27

NOTE - 2
LOANS

(₹ in 000)

Particulars	As at March 31st 2020					
	Amortised cost	At Fair Value			Subtotal	Total
		Through Other Comprehensive Income	Through profit or loss	Designated at fair value through profit or loss		
	(1)	(2)	(3)	(4)	(5=2+3+4)	(6=1+5)
(A) (i) Others (inter-corporate loans)						
- To related parties	1261.71	0.00	0.00	0.00	0.00	1261.71
- To others	0.00	0.00	0.00	0.00	0.00	0.00
(ii) Term Loans	0.00	0.00	0.00	0.00	0.00	0.00
Total (A) - Gross	1261.71	0.00	0.00	0.00	0.00	1261.71
Less: Impairment	3.15	0.00	0.00	0.00	0.00	3.15
Total (A) - Net	1258.55	0.00	0.00	0.00	0.00	1258.55
(B) (i) Unsecured	1261.71	0.00	0.00	0.00	0.00	1261.71
Total (B)- Gross	1261.71	0.00	0.00	0.00	0.00	1261.71
Less: Impairment loss allowance	3.15	0.00	0.00	0.00	0.00	3.15
Total (B) - Net	1258.55	0.00	0.00	0.00	0.00	1258.55
(C) (I) Loans in India						
(i) Public Sector	0.00	0.00	0.00	0.00	0.00	0.00
(ii) Others	1261.71	0.00	0.00	0.00	0.00	1261.71
Total (C) - Gross	1261.71	0.00	0.00	0.00	0.00	1261.71
Less: Impairment loss allowance	3.15	0.00	0.00	0.00	0.00	3.15
Total(C) (I)-Net	1258.55	0.00	0.00	0.00	0.00	1258.55
(C) (II) Loans outside India	0.00	0.00	0.00	0.00	0.00	0.00
Less: Impairment loss allowance	0.00	0.00	0.00	0.00	0.00	0.00
Total (C) (II)- Net	0.00	0.00	0.00	0.00	0.00	0.00
Total C(I) and C(II)	1258.55	0.00	0.00	0.00	0.00	1258.55



AVAILABLE FINANCE LIMITED

(₹ in 000)

Particulars	As at 31st March 2019					
	Amortised cost	At Fair Value			Subtotal	Total
		Through Other Comprehensive Income	Through profit or loss	Designated at fair value through profit or loss		
(1)	(2)	(3)	(4)	(5=2+3+4)	(6=1+5)	
(A) (i) Others (inter-corporate loans)						
- To related parties	19559.46	0.00	0.00	0.00	0.00	19559.46
- To others	0.00	0.00	0.00	0.00	0.00	0.00
(ii) Term Loans	0.00	0.00	0.00	0.00	0.00	0.00
Total (A) - Gross	19559.46	0.00	0.00	0.00	0.00	19559.46
Less: Impairment	48.90	0.00	0.00	0.00	0.00	48.90
Total (A) - Net	19510.56	0.00	0.00	0.00	0.00	19510.56
(B) (i) Unsecured	19559.46	0.00	0.00	0.00	0.00	19559.46
Total (B)- Gross	19559.46	0.00	0.00	0.00	0.00	19559.46
Less: Impairment loss allowance	48.90	0.00	0.00	0.00	0.00	48.90
Total (B) - Net	19510.56	0.00	0.00	0.00	0.00	19510.56
(C) (i) Loans in India						
(i) Public Sector	0.00	0.00	0.00	0.00	0.00	0.00
(ii) Others	19559.46	0.00	0.00	0.00	0.00	19559.46
Total (C) - Gross	19559.46	0.00	0.00	0.00	0.00	19559.46
Less: Impairment loss allowance	48.90	0.00	0.00	0.00	0.00	48.90
Total(C) (i)-Net	19510.56	0.00	0.00	0.00	0.00	19510.56
(C) (ii) Loans outside India	0.00	0.00	0.00	0.00	0.00	0.00
Less: Impairment loss allowance	0.00	0.00	0.00	0.00	0.00	0.00
Total (C) (ii)- Net	0.00	0.00	0.00	0.00	0.00	0.00
Total C(i) and C(ii)	19510.56	0.00	0.00	0.00	0.00	19510.56

(₹ in 000)

₹ in 000

Particulars	As at 01st April 2018					
	Amortised cost	At Fair Value			Subtotal	Total
		Through Other	Through profit	Designated at fair		
(1)	(2)	(3)	(4)	(5=2+3+4)	(6=1+5)	
(A) (i) Others (inter-corporate loans)						
- To related parties	0.00	0.00	0.00	0.00	0.00	0.00
- To others	59953.03	0.00	0.00	0.00	0.00	59953.03
(ii) Term Loans	0.00	0.00	0.00	0.00	0.00	0.00
Total (A) - Gross	59953.03	0.00	0.00	0.00	0.00	59953.03
Less: Impairment	149.88	0.00	0.00	0.00	0.00	149.88
Total (A) - Net	59803.14	0.00	0.00	0.00	0.00	59803.14
(B) (i) Unsecured	59953.03	0.00	0.00	0.00	0.00	59953.03
Total (B)- Gross	59953.03	0.00	0.00	0.00	0.00	59953.03
Less: Impairment loss allowance	149.88	0.00	0.00	0.00	0.00	149.88
Total (B) - Net	59803.14	0.00	0.00	0.00	0.00	59803.14
(C) (i) Loans in India						
(i) Public Sector	0.00	0.00	0.00	0.00	0.00	0.00
(ii) Others	59953.03	0.00	0.00	0.00	0.00	59953.03
Total (C) - Gross	59953.03	0.00	0.00	0.00	0.00	59953.03
Less: Impairment loss allowance	149.88	0.00	0.00	0.00	0.00	149.88
Total(C) (i)-Net	59803.14	0.00	0.00	0.00	0.00	59803.14
(C) (ii) Loans outside India	0.00	0.00	0.00	0.00	0.00	0.00
Less: Impairment loss allowance	0.00	0.00	0.00	0.00	0.00	0.00
Total (C) (ii)- Net	0.00	0.00	0.00	0.00	0.00	0.00
Total C(i) and C(ii)	59803.14	0.00	0.00	0.00	0.00	59803.14



AVAILABLE FINANCE LIMITED

NOTE - 2
LOANS

A comparison between provisions required under IRACP and impairment allowances made under Ind AS 109:

(₹ in 000)

As at 31 March 2020						
Asset Classification as per RBI Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109 *	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
1	2	3	4	5=3-4	6	7=4-6
Performing Assets						
Standard	Stage 1	1261.71	3.15	1258.55	3.15	0.00
	Stage 2	0.00	0.00	0.00	0.00	0.00
Subtotal		1261.71	3.15	1258.55	3.15	0.00
Non-Performing Assets (NPA)						
Substandard	Stage 3	0.00	0.00	0.00	0.00	0.00
Doubtful - up to 1 year	Stage 3	0.00	0.00	0.00	0.00	0.00
1 to 3 years	Stage 3	0.00	0.00	0.00	0.00	0.00
More than 3 years	Stage 3	0.00	0.00	0.00	0.00	0.00
Subtotal for doubtful		0.00	0.00	0.00	0.00	0.00
Loss	Stage 3	0.00	0.00	0.00	0.00	0.00
Subtotal for NPA		0.00	0.00	0.00	0.00	0.00
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	0.00	0.00	0.00	0.00	0.00
	Stage 2	0.00	0.00	0.00	0.00	0.00
	Stage 3	0.00	0.00	0.00	0.00	0.00
Subtotal		0.00	0.00	0.00	0.00	0.00
Total	Stage 1	1261.71	3.15	1258.55	3.15	0.00
	Stage 2	0.00	0.00	0.00	0.00	0.00
	Stage 3	0.00	0.00	0.00	0.00	0.00
	Total	1261.71	3.15	1258.55	3.15	0.00

As at 31 March 2019						
Asset Classification as per RBI Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109 *	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
1	2	3	4	5=3-4	6	7=4-6
Performing Assets						
Standard	Stage 1	19559.46	48.90	19510.56	48.90	0.00
	Stage 2	0.00	0.00	0.00	0.00	0.00
Subtotal		19559.46	48.90	19510.56	48.90	0.00
Non-Performing Assets (NPA)						
Substandard	Stage 3	0.00	0.00	0.00	0.00	0.00
Doubtful - up to 1 year	Stage 3	0.00	0.00	0.00	0.00	0.00
1 to 3 years	Stage 3	0.00	0.00	0.00	0.00	0.00
More than 3 years	Stage 3	0.00	0.00	0.00	0.00	0.00
Subtotal for doubtful		0.00	0.00	0.00	0.00	0.00
Loss	Stage 3	0.00	0.00	0.00	0.00	0.00
Subtotal for NPA		0.00	0.00	0.00	0.00	0.00
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	0.00	0.00	0.00	0.00	0.00
	Stage 2	0.00	0.00	0.00	0.00	0.00
	Stage 3	0.00	0.00	0.00	0.00	0.00
Subtotal		0.00	0.00	0.00	0.00	0.00
Total	Stage 1	19559.46	48.90	19510.56	48.90	0.00
	Stage 2	0.00	0.00	0.00	0.00	0.00
	Stage 3	0.00	0.00	0.00	0.00	0.00
	Total	19559.46	48.90	19510.56	48.90	0.00

As at 01 April 2018						
Asset Classification as per RBI Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109 *	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
1	2	3	4	5=3-4	6	7=4-6
Performing Assets						
Standard	Stage 1	149.88	0.37	149.51	149.88	-149.51
	Stage 2	0.00	0.00	0.00	0.00	0.00
Subtotal		149.88	0.37	149.51	149.88	-149.51
Non-Performing Assets (NPA)						
Substandard	Stage 3	0.00	0.00	0.00	0.00	0.00
Doubtful - up to 1 year	Stage 3	0.00	0.00	0.00	0.00	0.00
1 to 3 years	Stage 3	0.00	0.00	0.00	0.00	0.00
More than 3 years	Stage 3	0.00	0.00	0.00	0.00	0.00
Subtotal for doubtful		0.00	0.00	0.00	0.00	0.00
Loss	Stage 3	0.00	0.00	0.00	0.00	0.00
Subtotal for NPA		0.00	0.00	0.00	0.00	0.00
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	0.00	0.00	0.00	0.00	0.00
	Stage 2	0.00	0.00	0.00	0.00	0.00
	Stage 3	0.00	0.00	0.00	0.00	0.00
Subtotal		0.00	0.00	0.00	0.00	0.00
Total	Stage 1	149.88	0.37	149.51	149.88	-149.51
	Stage 2	0.00	0.00	0.00	0.00	0.00
	Stage 3	0.00	0.00	0.00	0.00	0.00
	Total	149.88	0.37	149.51	149.88	-149.51

* NOTE:

The outstanding balances with the loan parties will be realised fully without any default based on complete analysis and prior years trends, hence the provisioning as per Ind AS 109 and IRACP norms have been done at the same percentage.

NOTE - 3
INVESTMENTS

(₹ in 000)

Particulars	Face value	Number of shares/ units	As at 31st March 2020						Sub-Total	Others*(At Cost)	Total
			Amortised cost	At Fair Value		Designated at fair value through profit or loss					
				Through Other Comprehensive Income	Through profit or loss						
			(1)	(2)	(3)	(4)	(5)=(2)+(3)+(4)	(6)	(7)=(1)+(5)+(6)		
Equity Instruments (quoted)											
Ad-Manum Finance Ltd.(Related Party)	10.00	270110.00	0.00	2736.21	0.00	0.00	2736.21	0.00	2736.21		
Associates											
Agarwal Coal Corporation Pvt. Ltd.	10.00	800000.00	0.00	0.00	0.00	0.00	0.00	2011176.55	2011176.55		
Agarwal Transport Corporation Pvt. Ltd. (Refer Note No 18(B)(7))	10.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
Agarwal Fuel Corporation Pvt. Ltd.	10.00	240520.00	0.00	0.00	0.00	0.00	0.00	612156.32	612156.32		
Others (related concerns)											
Sanjana Cold Storage Pvt. Ltd.	10.00	144000.00	0.00	0.00	0.00	0.00	0.00	3600.00	3600.00		
Gourisut Vyapar Pvt. Ltd.	10.00	912.00	0.00	0.00	0.00	0.00	0.00	70.04	70.04		
Shradha Vanliya Pvt. Ltd.	10.00	960.00	0.00	0.00	0.00	0.00	0.00	72.37	72.37		
Natrai Vanliya Pvt. Ltd.	10.00	912.00	0.00	0.00	0.00	0.00	0.00	71.42	71.42		
Jagdamba Enclave Pvt. Ltd.	10.00	840.00	0.00	0.00	0.00	0.00	0.00	81.56	81.56		
Agarwal Real City Pvt Ltd	10.00	244340.00	0.00	0.00	0.00	0.00	0.00	21949.55	21949.55		
Project Participation Investment (ARCP)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	61851.40	61851.40		
Total - Gross (A)			0.00	2736.21	0.00	0.00	2736.21	2711029.20	2713765.42		
(i) Investments outside India			0.00	0.00	0.00	0.00	0.00	0.00	0.00		
(ii) Investments in India			0.00	2736.21	0.00	0.00	2736.21	2711029.20	2713765.42		
Total (B)			0.00	2736.21	0.00	0.00	2736.21	2711029.20	2713765.42		
Less: Allowance for Impairment (C)			0.00	0.00	0.00	0.00	0.00	0.00	0.00		
Total - Net D= (A)-(C)			0.00	2736.21	0.00	0.00	2736.21	2711029.20	2713765.42		

(₹ in 000)

As at 31st March 2019										
Particulars	Face value	Number of shares/ units	Amortised cost	At Fair Value		Designated at fair value through profit or loss	Sub- Total	Others(At Cost)	Total	
				Through Other Comprehensive Income	Through profit or loss					
			(1)	(2)	(3)	(4)	(5)=(2)+(3)+(4)	(6)	(7)=(1)+(5)+(6)	
Equity Instruments (quoted)										
Ad-Manum Finance Ltd.(Related Party)	10.00	270110.00	0.00	5807.37	0.00	0.00	5807.37	0.00	5807.37	
Kay Vee Aar Ltd. Associates	10.00	15000.00	0.00	70.50	0.00	0.00	70.50	0.00	70.50	
Agarwal Coal Corporation Pvt. Ltd.	10.00	800000.00	0.00	0.00	0.00	0.00	0.00	1634971.70	1634971.70	
Agarwal Transport Corporation Pvt. Ltd.	10.00	350000.00	0.00	0.00	0.00	0.00	0.00	381918.21	381918.21	
Agarwal Fuel Corporation Pvt. Ltd. Others (related concerns)	10.00	148750.00	0.00	0.00	0.00	0.00	0.00	493961.90	493961.90	
Sanjana Cold Storage Pvt. Ltd.	10.00	144000.00	0.00	0.00	0.00	0.00	0.00	3600.00	3600.00	
Gourisut Vyapar Pvt. Ltd.	10.00	912.00	0.00	0.00	0.00	0.00	0.00	70.04	70.04	
Shradha Vaniya Pvt. Ltd.	10.00	960.00	0.00	0.00	0.00	0.00	0.00	72.37	72.37	
Natrai Vaniya Pvt. Ltd.	10.00	912.00	0.00	0.00	0.00	0.00	0.00	71.42	71.42	
Jagdamba Enclave Pvt. Ltd.	10.00	840.00	0.00	0.00	0.00	0.00	0.00	81.56	81.56	
Project Participation Investment (ARCP)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	52416.44	52416.44	
Total - Gross (A)			0.00	5877.87	0.00	0.00	5877.87	2567163.64	2573041.51	
(i) Investments outside India			0.00	0.00	0.00	0.00	0.00	0.00	0.00	
(ii) Investments in India			0.00	5877.87	0.00	0.00	5877.87	2567163.64	2573041.51	
Total (B)			0.00	5877.87	0.00	0.00	5877.87	2567163.64	2573041.51	
Less: Allowance for Impairment (C)			0.00	286.91	0.00	0.00	286.91	0.00	286.91	
Total - Net D= (A)-(C)			0.00	5590.96	0.00	0.00	5590.96	2567163.64	2572754.60	

(₹ in 000)

Particulars	Face value	Number of shares/ units	As at 01st April 2018						Sub-Total	Others(At Cost)	Total	
			Amortised cost	At Fair Value		Designated at fair value through profit or loss	(5)=(2)+(3)+(4)	(6)				(7)=(1)+(5)+(6)
				Through Other Comprehensive Income	Through profit or loss							
			(1)	(2)	(3)	(4)						
Equity Instruments (quoted)												
Ad-Manum Finance Ltd.(Related Party)	10.00	270110.00	0.00	7549.57	0.00	0.00	7549.57	0.00	7549.57			
Kay Vee Aar Ltd.	10.00	15000.00	0.00	84.00	0.00	0.00	84.00	0.00	84.00			
Associates												
Agarwal Coal Corporation Pvt. Ltd.	10.00	800000.00	0.00	0.00	0.00	0.00	0.00	1337024.88	1337024.88			
Agarwal Transport Corporation Pvt. Ltd.	10.00	350000.00	0.00	0.00	0.00	0.00	0.00	348830.21	348830.21			
Agarwal Fuel Corporation Pvt. Ltd.	10.00	148750.00	0.00	0.00	0.00	0.00	0.00	447640.54	447640.54			
Others (related concerns)												
Sanjana Cold Storage Pvt. Ltd.	10.00	144000.00	0.00	0.00	0.00	0.00	0.00	3600.00	3600.00			
Gourisut Vyapar Pvt. Ltd.	10.00	912.00	0.00	0.00	0.00	0.00	0.00	70.04	70.04			
Shradha Vanliya Pvt. Ltd.	10.00	960.00	0.00	0.00	0.00	0.00	0.00	72.37	72.37			
Natrai Vanliya Pvt. Ltd.	10.00	912.00	0.00	0.00	0.00	0.00	0.00	71.42	71.42			
Jagdamba Enclave Pvt. Ltd.	10.00	840.00	0.00	0.00	0.00	0.00	0.00	81.56	81.56			
Project Participation Investment (ARCP)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	52416.44	52416.44			
Total - Gross (A)			0.00	7633.57	0.00	0.00	7633.57	2189807.46	2197441.03			
(i) Investments outside India			0.00	0.00	0.00	0.00	0.00	0.00	0.00			
(ii) Investments in India			0.00	7633.57	0.00	0.00	7633.57	2189807.46	2197441.03			
Total (B)			0.00	7633.57	0.00	0.00	7633.57	2189807.46	2197441.03			
Less: Allowance for Impairment (C)			0.00	0.00	0.00	0.00	0.00	0.00	0.00			
Total - Net D= (A)-(C)			0.00	7633.57	0.00	0.00	7633.57	2189807.46	2197441.03			

AVAILABLE FINANCE LIMITED

NOTE - 4

OTHER FINANCIAL ASSETS

(₹ in 000)

<u>Particulars</u>	<u>As at 31st March 2020</u>	<u>As at 31st March 2019</u>	<u>As at 01st April 2018</u>
Security Deposits:			
Deposit With Canara Bank	1.00	1.00	1.00
Telephone Deposit	3.00	3.00	3.00
Total	4.00	4.00	4.00



AVAILABLE FINANCE LIMITED

NOTE : 5
PROPERTY, PLANT & EQUIPMENT

(₹ in 000)

Particulars	Computers	Furniture and Fixtures	Office equipment	Total
Gross value				
Balance as at 01st April 2019	42.45	75.14	5.50	123.09
- Additions/ acquisitions	0.00	0.00	0.00	0.00
- Disposals/Transfers	0.00	0.00	0.00	0.00
Balance as at 31st March 2020	42.45	75.14	5.50	123.09
Accumulated Depreciation				
Balance as at 01st April 2019	40.33	71.39	3.45	115.16
- Depreciation charge for the year	0.00	0.00	1.05	1.05
- Impairment loss	0.00	0.00	0.00	0.00
- Disposals/Transfers	0.00	0.00	0.00	0.00
Balance as at 31st March 2020	40.33	71.39	4.50	116.21
Net carrying value				
As at 01st April 2019	2.12	3.76	2.05	7.93
As at 31st March 2020	2.12	3.76	1.00	6.88

Particulars	Computers	Furniture and Fixtures	Office equipment	Total
Gross value				
Balance as at 01st April 2018	42.45	75.14	5.50	123.09
- Additions/ acquisitions	0.00	0.00	0.00	0.00
- Disposals/Transfers	0.00	0.00	0.00	0.00
Balance as at 31st March 2019	42.45	75.14	5.50	123.09
Accumulated Depreciation				
Balance as at 01st April 2018	40.33	71.39	2.41	114.12
- Depreciation charge for the year	0.00	0.00	1.05	1.05
- Impairment loss	0.00	0.00	0.00	0.00
- Disposals/Transfers	0.00	0.00	0.00	0.00
Balance as at 31st March 2019	40.33	71.39	3.45	115.16
Net carrying value				
As at 01st April 2018	2.12	3.76	3.09	8.97
As at 31st March 2019	2.12	3.76	2.05	7.93



NOTES FROMING PART OF BALANCESHEET.

AVAILABLE FINANCE LIMITED.

NOTE-6
OTHER NON FINANCIAL ASSETS.

Particulars	As at 31st March 2020	As at 31st March 2019	As at 01st April 2018
Prepaid Expenses	0.00	10.63	11.25
Income tax refundable	5176.47	2764.48	1320.57
Deposit Under Income Tax Provest (F.Y. 2013-14)	0.00	1872.92	1872.92
TDS Receivable	1093.08	0.00	966.83
Less: Income tax provision	-150.00	0.00	0.00
TOTAL	6119.50	4648.03	4171.57

(₹ in 000)

NOTE-7
BORROWINGS (OTHER THAN DEBT SECURITIES)

Particulars	As at 31st March 2020				As at 31st March 2019				As at 01st April 2018			
	At Amortised Cost	At fair value Through profit or loss	Designated at fair value through profit or loss	Total	At Amortised Cost	At fair value Through profit or loss	Designated at fair value through profit or loss	Total	At Amortised Cost	At fair value Through profit or loss	Designated at fair value through profit or loss	Total
Loans from related parties	18964.67	0.00	0.00	18964.67	19164.67	0.00	0.00	19164.67	21912.64	0.00	0.00	21912.64
Others (Inter corporate)	0.00	0.00	0.00	0.00	17323.96	0.00	0.00	17323.96	52792.05	0.00	0.00	52792.05
Total (A)	18964.67	0.00	0.00	18964.67	36488.63	0.00	0.00	36488.63	74704.69	0.00	0.00	74704.69
Borrowings in India	18964.67	0.00	0.00	18964.67	36488.63	0.00	0.00	36488.63	74704.69	0.00	0.00	74704.69
Borrowings outside India	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total (B)	18964.67	0.00	0.00	18964.67	36488.63	0.00	0.00	36488.63	74704.69	0.00	0.00	74704.69

(₹ in 000)



AVAILABLE FINANCE LIMITED.

NOTE - 8
OTHER FINANCIAL LIABILITIES

₹ in 000			
PARTICULARS	As at 31st March 2020	As at 31st March 2019	As at 01st April 2018
Director's Remuneration	0.00	52.00	0.00
Employees dues	0.00	34.14	0.00
Office Rent	8.50	33.98	0.00
Others	74.52	60.05	184.27
TOTAL	83.02	200.18	184.27

NOTE-9
OTHER NON FINANCIAL LIABILITIES

₹ in 000			
PARTICULARS	As at 31st March 2020	As at 31st March 2019	As at 01st April 2018
Statutory Dues Payable:			
TDS payable	7.90	368.01	765.48
TOTAL	7.90	368.01	765.48

NOTE -10
Equity share capital

₹ in 000						
Particulars	As at 31st March 2020		As at 31st March 2019		As at 01st April 2018	
	Number	₹	Number	₹	Number	₹
Authorised						
Equity Shares of ₹10 each.	10500000.00	105000.00	10500000.00	105000.00	10500000.00	105000.00
Issued						
Equity Shares of ₹10 each.	10203700.00	102037.00	10203700.00	102037.00	10203700.00	102037.00
Subscribed & Paid up						
Equity Shares of ₹10 each.	10203700.00	102037.00	10203700.00	102037.00	10203700.00	102037.00
	10203700.00	102037.00	10203700.00	102037.00	10203700.00	102037.00

The Company has only one class of Shares i.e. Equity Share. Each Equity Share is entitled for one vote.

Reconciliation of the number of Shares outstanding at the beginning of the year and at the end of the year.

Particulars	As at 31st March 2020		As at 31st March 2019		As at 01st April 2018	
	Number	₹	Number	₹	Number	₹
Shares outstanding at the beginning of the year	10203700.00	102037.00	10203700.00	102037.00	10203700.00	102037.00
Shares issued during the year	0.00	0.00	0.00	0.00	0.00	0.00
Shares bought back during the year	0.00	0.00	0.00	0.00	0.00	0.00
Shares outstanding at the end of the year	10203700.00	102037.00	10203700.00	102037.00	10203700.00	102037.00

Details of shareholding more than 5% shares in the company:

Particulars	As at 31st March 2020		As at 31st March 2019		As at 01st April 2018	
	Number of shares held	%	Number of shares held	%	Number of shares held	%
Archana Coal Pvt. Ltd.	5889946.00	57.72	5889946.00	57.72	5889946.00	57.72
Vandana Tayal	540600.00	5.30	540600.00	5.30	540600.00	5.30

Disclosure as to Holding Company:

Particulars	As at 31st March 2020		As at 31st March 2019		As at 01st April 2018	
	Number of shares held	%	Number of shares held	%	Number of shares held	%
Archana Coal Private Limited	5889946.00	57.72	5889946.00	57.72	5889946.00	57.72

NOTE - 11
OTHER EQUITY

₹ in 000			
Particulars	As at 31st March 2020	As at 31st March 2019	As at 01st April 2018
a. Capital Reserves			
Balance as per last year	15822.00	15822.00	15822.00
b. Securities Premium			
Balance as per Last Year	14050.50	14050.50	14050.50
Add: Share in Security Premium (Associate Companies)	53782.15	71641.83	71641.83
Closing balance	67832.65	85692.33	85692.33
c. NBFC Reserves			
Balance as per last year	5835.88	5835.88	5835.88
Add/ less: current year transfer	1913.26	0.00	0.00
Closing balance	7749.14	5835.88	5835.88
d. Retained earnings			
Opening balance in Profit & Loss Account (Holding company)	13313.78	13590.20	27615.18
Add/ Less: Net Profit for the year (Holding company)	9566.32	-276.41	-14074.99
Add/ less: Current year transfers to reserves	-1913.26	0.00	0.00
Add: Share in revenue profit of associate companies	2484047.32	2334159.99	1956803.79
Closing Balance	2505014.15	2347473.77	1970393.99
e. Fair value through other comprehensive Income			
Opening balance	4381.64	6137.35	0.00
Add/ (less): Movement during the year	-2784.24	-1755.71	6137.35
Add/ (less): Movement during the year for associates	2402.95	0.00	0.00
Closing balance	4000.35	4381.64	6137.35
Total (a+b+c+d+e)	7600418.29	2459205.62	2083881.55

Nature and purpose of Reserves:

Capital Reserve: The Reserve is created based on statutory requirement under the Companies Act, 2013. This is not available for distribution of dividend but can be utilized for issuing bonus shares.

Securities premium: Securities premium reserve is used to record premium on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

NBFC Reserves: Every year the Company transfers a of sum of not less than twenty per cent of net profit of that year as disclosed in the statement of profit and loss to its Statutory Reserve pursuant to Section 45-IC of the RBI Act, 1934.

Retained earnings: Retained earnings comprises of the Company's undistributed earnings after taxes.

FVOCI equity instrument: The fair value changes of the long term investments in securities have been recognised in reserves under FVOCI equity instruments as at the date of transition and subsequently in the other comprehensive income for the year.

AVAILABLE FINANCE LIMITED

NOTE : 12
INTEREST INCOME

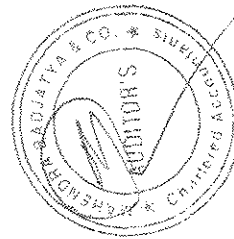
(₹ in 000)

Particulars	Year ended March 31st 2020			Year ended March 31st 2019		
	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	Interest Income on Financial Assets classified at fair value through profit or loss	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	Interest Income on Financial Assets classified at fair value through profit or loss
Interest on Loans	0.00	447.50	0.00	0.00	5614.34	0.00
Interest income from investments	0.00	10483.29	0.00	0.00	0.00	0.00
Interest on deposits with Banks	0.00	0.00	0.00	0.00	0.00	0.00
Other interest Income	0.00	0.00	0.00	0.00	0.00	0.00
Total	0.00	10930.79	0.00	0.00	5614.34	0.00

NOTE : 13
OTHER INCOME

(₹ in 000)

Particulars	Year ended March 31st 2020	Year ended March 31st 2019
Interest on IT Refund	483.74	0.00
Total	483.74	0.00



AVAILABLE FINANCE LIMITED

NOTE -14
FINANCE COSTS

(₹ in 000)

Particulars	Year ended March 31st 2020		Year ended March 31st 2019	
	On Financial liabilities measured at fair value through profit or loss	On financial liabilities measured amortised cost	On financial liabilities measured at fair value through profit & loss	On financial liabilities measured amortised cost
Interest on borrowings	0.00	0.00	0.00	0.00
Interest to Related Parties	0.00	0.00	0.00	991.75
Others	0.00	277.14	0.00	2646.32
Total	0.00	277.14	0.00	3638.06

NOTE -15
EMPLOYEE BENEFIT EXPENSES

(₹ in 000)

Particulars	Year ended March 31st 2020	Year ended March 31st 2019
Salaries and wages		
- Salary and allowances	306.15	348.15
- Bonus	0.00	20.13
Contribution to provident and other funds	0.00	1.42
Staff welfare expenses	0.00	0.00
Total	306.15	369.69

NOTE -16
DEPRECIATION , AMORTIZATION , IMPAIRMENT

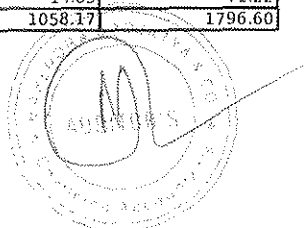
(₹ in 000)

Particulars	Year ended March 31st 2020	Year ended March 31st 2019
Depreciation	1.05	1.05
Total	1.05	1.05

NOTE -17
OTHER EXPENSES

(₹ in 000)

Particulars	Year ended March 31st 2020	Year ended March 31st 2019
Advertisement & Publicity	41.37	31.59
Auditor's fees and expenses (Note 18B(4))	71.80	71.80
AGM Expenses	4.96	11.59
Insurance	10.63	21.26
Conveyance Expenses	0.00	48.50
Director's fees, allowances and expenses	117.00	599.90
Director Sitting Fees	0.00	46.00
Investments Written Off	70.50	0.00
Legal & Professional charges	215.12	257.88
Listing Fees	354.00	295.00
Rent, taxes and energy cost	114.18	101.95
Printing and stationery	22.93	34.85
Fees And Subscription	66.58	19.14
Diminution in value of Investment	0.00	286.91
Provision For Standard Assets	-45.74	-100.98
Other expenditure	14.85	71.22
Total	1058.17	1796.60



NOTE-18

B. ADDITIONAL NOTES ON ACCOUNTS

1 Notes 1 to 18 referred herein above forms an integral part of these Financial Statements.

2 CONTINGENT LIABILITIES:

Disputed demand of Income-tax pending appeals amounting to ₹450099/- (FY ₹ 57773590/-) against which an amount of ₹ 0.00/- (FY 18-19 ₹1872920) paid under protest but not provided for.

3 Tax expenses as per IND AS 12:

Deferred Tax:		(₹ '000)	
Particulars	2019-2020	2018-2019	
WDV as per Company Law	8.88	7.93	
WDV as per Income Tax	3.40	3.67	
A. Timing Difference of Depreciation	3.48	4.26	
Tax liability on above	0.88	1.11	
B. Provision for NPA	3.15	48.90	
Tax asset on above	0.79	12.71	
Net Liability (Asset)	0.06	-11.61	

* The impact of deferred tax liability is negligible, therefore ignored.

b The income tax expense for the year can be reconciled to the accounting profit as follows:

Particulars		(₹ '000)	
2019-2020	2018-2019		
Profit before tax from continuing operation	9772.02	-191.06	
Tax rate	25.17%	26.00%	
Income tax expense calculated	2459.62	0.00	
Other differences*	2253.91	0.00	
Income tax expense recognised in profit or loss	205.71	85.38	

* Effect of exempt, non deductible and concession (allowances), etc.

c Provision For Taxation

Provision for taxation for the year has been made after considering allowance, claims and relief available to the Company, if any.

d Pursuant to the Taxation Laws (Amendment) Ordinance, 2019

The company has migrated to the new tax regime.

AUDITOR'S REMUNERATION:		(₹ '000)	
Particulars	2019-2020	2018-2019	
Statutory Audit fees	60.00	60.00	
Certification and other charges	11.80	11.80	
Total	71.80	71.80	

5 RELATED PARTY TRANSACTION: AS PER INDIAN ACCOUNTING STANDARD – 24

The information regarding related parties have been determined to the extent such parties have been identified on the basis of information available with the company irrespective of the transactions with them during the year.

Names of related parties:

Key management personnel:

	Name of KMP	Designation
i	Mr. Rakesh Sahu	CFO and WTD
ii	Mr. Ankur Sen (w.e.f. 15-07-2019)	Company Secretary (CS)
iii	Mr. Abhitap Kumar Jain (from 04-06-2019 to 15-07-2019)	Company Secretary (CS)
iv	Ms. Prachi Rathi (17-11-2018 to 04-06-2019)	Company Secretary (CS)
v	Mr. Yogendra Narsingh Shukla	CEO

List of related parties as per the requirements of Ind-AS 24 - Related Party Disclosures

i. Enterprises on which the Company is able to exercise significant influence

a) Company

1. Aarwal Coal Corporation Pvt Ltd
2. Aarwal Fuel Corporation Pvt Ltd
3. Aarwal Coal Washery Pvt Ltd
4. Aarwal Transport Corporation Pvt Ltd (SINRE Amalgamated)
5. Ad-nium Finance Ltd
6. Aarwal Real City Pvt Ltd
7. Archana Coal Pvt Ltd
8. Stewardship Advisory Pvt Ltd
9. Sanlana Cold Storage Pvt Ltd
10. Gourisut Vyapar Pvt Ltd
11. Shradha Vaniya Pvt Ltd
12. Natral Vaniya Pvt Ltd
13. Ibadamba Enclave Pvt Ltd

b) Firm

1. Neena Warehousing Corporation
2. Aarwal Realinfra LLP
3. Neena Real Estate Corporation

c) Trust

1. Maa Charitable Trust
2. Balaji Sewarth Vinod Aarwal Foundation
3. Maharaja Aqrasen Bhawan Nyas
4. Sanstha Aqrasen Sewa
5. Vinod Aarwal Private Family Trust
6. Neenadevi Aarwal Family Private Trust
7. Vinod Aarwal Family Private Trust
8. Vinod Aarwal Daughter's Family Trust
9. Vinod Aarwal Legacy Trust

d) Co-Op Society

1. CITM Co-Op Society

e) Individual

1. Vinod Kumar Aarwal
2. Neena Devi Aarwal
3. Tapan Aarwal

f) HUF

1. Vinod Kumar Aarwal HUF

II. Key Management Personnel

1. Mr. Rakesh Sahu: CFO & WTD
2. Mr. Ankur Sen (w.e.f. 15-07-2019): Company Secretary
3. Mr. Abhitap Kumar Jain (from 04-06-2019 to 15-07-2019): Company Secretary
4. Ms. Prachi Rathi (17-11-2018 to 04-06-2019): Company Secretary
5. Mr. Yogendra Narsingh Shukla: CEO

III. Associates

1. Agarwal Coal Corporation Pvt Ltd: 27.85%
2. Agarwal Fuel Corporation Pvt Ltd: 32.27%

IV. Holding Company

1. Archana Coal Pvt Ltd

Transactions with Related Parties during the Year ended 31st March 2020:

(₹ '000)

	Name of party	Nature of transaction	Amount	Outstanding amount
i	Mr. Rakesh Sahu	Salary	117.00	0.00
ii	Mr. Abhitap Kumar Jain	Salary	45.00	0.00
iii	Miss. Prachi Rathi	Salary	35.48	0.00
iv	Mr. Ankur Sen	Salary	225.66	0.00
v	Mr. Vinod Kumar Agarwal	Rent Payment	101.95	8.50
vi	Ad-Manum Finance Limited	Loan Repaid	18725.00	1261.71
		Interest Received	447.50	
vii	Agarwal Transport Corporation Pvt Ltd (Since Amalgamated)	Loan Given	300.00	0.00
		Loan Repaid	300.00	
viii	Agarwal Real City Pvt Ltd	Interest Received	10483.29	0.00

6. BASIC AND DILUTED EPS AS PER IND AS 33:

(₹ '000)

Particulars	2019-2020	2018-2019
Net (Loss)/Profit attributable to equity shareholders	481711.08	352905.34
Number of equity shares issued (Basic)	10203700.00	10203700.00
Number of equity shares issued (Weighted)	10203700.00	10203700.00
Basic and Diluted earnings per share	47.21	34.59

- 7 The Company was holding 36.22% equity shares in Agarwal Transport Corporation Private Limited (ATCPL). ATCPL had filed a combined scheme of arrangement with NCLT for demerger of an undertaking into Agarwal Fuel Corporation Private Ltd. (AFCPL) and merger of ATCPL into Agarwal Real City Pvt Ltd (ARCPL) respectively with appointed date of 1 April 2019. The scheme of arrangement was approved by NCLT vide its order dated 19 March 2020 with effect from appointed date of 1 April 2019 and pursuant to said order, pending post accounting year event of allotment by relevant companies the Company acknowledged the receipt of 91770 equity shares of Rs 10/- each of AFCPL and 244335 Equity Shares of Rs 10/- each of ARCPL against its shareholding in ATCPL which is shown under note no 3 on the breakup value of the original investment in ATCPL. Accordingly, the Company is now holding 32.27% in equity shares of AFCPL and 11.57% shares in ARCPL.

- 8 Pursuant to Ind AS 112 - 'Disclosure of Interests in Other Entities' the interest of the Company in various Associates are as follows:

The Company is holding more than 20% Equity Shares in Agarwal Coal Corporation Pvt. Ltd. (27.85%) and Agarwal Fuel Corporation Pvt. Ltd. (32.27%) which are therefore Associate companies within the meaning of section 2(6) of the Companies Act, 2013 and as per applicable IND AS the consolidated financial statements shall be separately prepared.

- 9 The company is a subsidiary within the meaning of section 2(87) of the Companies Act, 2013 of Archana Coal Pvt. Ltd. which is holding 57.72% (PY 57.72%) equity shares of the company.

- 10 Investment in the project participatory contribution in Agarwal Real City Private Limited a related party was made on 28.5.2014 and which was due for maturity on 31.3.2021. In order to minimise future risk due to Covid-19 pandemic and uncertain real estate market, the company settled the same and booked an Income of Interest in the current year.

- 11 Pursuant to disclosure pertaining to Section 186 (4) of the Companies Act, 2013 the following are the details thereof:

- a Loan given-outstanding as at the year-end:

Refer note 5 above, under the transactions with Related parties during the year for the details.

- b Investments Made:

The investments are classified under respective heads for purposes as mentioned in their object clause.

- c Guarantee Given or Security Provided:

During the year there has been no such transaction.

- 12 Disclosure Pursuant to regulation 53(f) and 34(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulation 2013.

- a Loans and Advances in the nature of Loans to Subsidiary:

There were no such transaction during the year.

- b Loans and Advances in the nature of Loans to Associates, Related Party and parties where directors are interested:

(₹ '000)

Name of the Company	As at	Maximum Balance
	31st March 2020	31st March 2019
Ad-Manum Finance Limited	1261.71	19559.46
		19559.461
		20452.03

- c i) None of the parties to whom loans were given have made investment in the shares of the Company.

- ii) The above Advances fall under the category of loans, which are repayable on demand and interest has been charged on it.

- 13 Risk Management

The company is a core investment company and having its major exposure to the group companies and therefore the company does not envisage any market risk, currency risk, interest rate risk, price risk, liquidity risk and credit risk. The Company's senior management in consultation with audit committee has the responsibility for establishing and governing the Company's overall risk management framework, wherever applicable.

14 Financial Instruments by Category and fair value hierarchy:

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values.

The fair values of the financial assets and financial liabilities included in the level 2 and level 3 categories have been determined in accordance with generally accepted pricing models based on a discounted cash flow analysis, with the most significant inputs being the discount rate that reflects the credit risk of counterparties.

As 31st March 2020		Fair Value Measurement			Fair Value hierarchy		
Particulars	FVTPL	FVOCI	Amortised Cost	Level-1	Level-2	Level-3	(₹ '000)
Financial assets							
Investments	0.00	2736.21	0.00	2736.21	0.00	0.00	
Cash and cash equivalents	0.00	0.00	356.52	0.00	0.00	0.00	
Loans	0.00	0.00	1258.55	0.00	0.00	0.00	
Other financial assets	0.00	0.00	4.00	0.00	0.00	0.00	
Total	0.00	2736.21	1619.07	2736.21	0.00	0.00	
Financial liabilities							
Borrowings (Other than Debt Securities)	0.00	0.00	18964.67	0.00	0.00	0.00	
Other financial liabilities	0.00	0.00	83.02	0.00	0.00	0.00	
Total	0.00	0.00	19047.69	0.00	0.00	0.00	

As 31st March 2019		Fair Value Measurement			Fair Value hierarchy		
Particulars	FVTPL	FVOCI	Amortised Cost	Level-1	Level-2	Level-3	(₹ '000)
Financial assets							
Investments	0.00	5877.87	0.00	5877.87	0.00	0.00	
Cash and cash equivalents	0.00	0.00	1374.32	0.00	0.00	0.00	
Loans	0.00	0.00	19510.56	0.00	0.00	0.00	
Other financial assets	0.00	0.00	4.00	0.00	0.00	0.00	
Total	0.00	5877.87	20888.88	5877.87	0.00	0.00	
Financial liabilities							
Borrowings (Other than Debt Securities)	0.00	0.00	36488.63	0.00	0.00	0.00	
Other financial liabilities	0.00	0.00	200.18	0.00	0.00	0.00	
Total	0.00	0.00	36688.81	0.00	0.00	0.00	

To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into three levels prescribed under the Ind AS. An explanation for each level is given below:

Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

15 Events after reporting date

There have been no events after the reporting date that require adjustment/ disclosure in these financial statements.

16 As per the information on records, the company does not have any overdue outstanding to micro and small-scale industrial enterprises under MSMED Act, 2006.

17 Directors Remuneration:

The company has paid director's remuneration as per the provisions of schedule V to the companies act, 2013 and complied all the provisions of the said act.

The Breakup of remuneration is as under:

(₹ '000)		
Name of director	Nature of payment	Amount
Rakesh Sahu	Salary and allowance	117.00

18 Uncertainties relating to the Global Health Pandemic from COVID-19:

In accordance with the RBI guidelines relating to COVID-19 Regulatory Package dated March 27th, 2020 and April 17th, 2020, the Company has no such transactions attracting any uncertainties due to the same.

19 Balance of Borrowings, loans & advances are subject to respective consent, confirmations, reconciliation, and consequential adjustment, if any.

20 In accordance with IND AS - 109 the long-term investments held by the company are to be carried at Cost or Fair Value. All the investments of the Company have been considered by the management to be of long-term nature.

21 The Company has sold one car to Ad-Manum Finance Ltd. (Related Party) in the previous year amounting to ₹ 15 lacs pending transfer in the name of Buyer.

22 Additional information pursuant to the provisions of Part - II of schedule III to the Companies Act, 2013 are - NIL

23 Section 135 of the Companies Act, 2013, related to corporate social responsibility (CSR) is not applicable to the company.

24 According to IND AS - 7 the desired Cash flow statement is enclosed herewith.

25 Additional information as required under Schedule III to the Companies Act, 2013, of the enterprises consolidated as associates:

For the year ended 31st March 2020:		(₹ '000)							
Name of the entity in the Group	Net assets, i.e. total assets minus total liabilities		Share in profit/ (loss)		Share in other comprehensive income		Share in total comprehensive income		
	As % of consolidated net assets	Amount	As % of consolidated profit/ (loss)	Amount	As % of consolidated OCI	Amount	As % of consolidated TCI	Amount	
Parent									
Available Finance Limited	2.93%	79122.43	1.99%	9566.32	104.71%	-2784.24	1.42%	6782.07	
Associate (Investment as per the equity method)									
Indian									
Agarwal Coal Corporation Private Limited	74.42%	2011176.55	74.28%	357811.83	0.00%	0.00	74.69%	357811.83	
Agarwal Fuel Corporation Private Limited	22.65%	612156.32	23.73%	114332.94	-4.71%	125.24	23.89%	114458.17	
Total	100.00%	2702455.29	100.00%	4817.1.08	100.00%	-2659.01	100.00%	479052.07	
For the year ended 31st March 2019:		(₹ '000)							
Name of the entity in the Group	Net assets, i.e. total assets minus total liabilities		Share in profit/ (loss)		Share in other comprehensive income		Share in total comprehensive income		
	As % of consolidated net assets	Amount	As % of consolidated profit/ (loss)	Amount	As % of consolidated OCI	Amount	As % of consolidated TCI	Amount	
Parent									
Available Finance Limited	1.97%	50390.81	-0.08%	-276.41	100.00%	-1755.71	-0.58%	-2032.12	
Associate (Investment as per the equity method)									
Indian									
Agarwal Coal Corporation Private Limited	63.84%	1634971.79	82.37%	290697.56	0.00%	0.00	82.78%	290697.56	
Agarwal Fuel Corporation Private Limited	19.29%	493961.96	10.37%	26610.88	0.00%	0.00	10.43%	26610.88	
Agarwal Transport Corporation Private Limited	14.91%	361918.07	7.33%	25873.31	0.00%	0.00	7.37%	25873.31	
Total	100.00%	2561242.62	100.00%	352905.34	100.00%	-1755.71	100.00%	351149.83	

26 Previous year's figures have been regrouped, rearranged, and recast wherever necessary.

27 Figures are rounded off to the nearest multiple of a ₹ (Rupee).

Sd/-
Rakesh Sahu
(Whole Time Director - CFO)
(DIN - 08433972)

Sd/-
Priyanka Jha
(Director)
(DIN - 07347425)

Sd/-
Yogendra Narsingh Shukla
(Chief Executive Officer)
PAN-AHHPS3478E

Sd/-
CS Ankur Sen
(ACS: A-47684)
(Company Secretary)

Place: Indore
Date: 29-07-2020

As per our report of even date Attached
Statutory Auditors
For Mahendra Badjatya & Co
Chartered Accountants
ICAI FRN 001457C

Sd/-

CA H.K. BADIATYA
Partner
ICAI MNO 070578
ICAI UDIN 20070578AAAAK9895

Note 18:

Notes forming part of Consolidated Financial Statements for the year ended 31st March 2020

(All amounts are in Indian Rupees in Thousands unless otherwise stated)

A. Corporate Information

Available Finance Limited ('the Company') is registered as Non-Banking Company (Applied for Core Investment Company) ('CIC') Non – Deposit Taking Non Systematically Important (NBFC-CIC-ND-NSI) under section 45-IA of Reserve Bank of India Act, 1934.

As a CIC, the Company is primarily a holding company, holding investments in its subsidiaries, associates, and other group companies. The Company's subsidiaries and associates are engaged in a wide array of businesses in the Trading sector.

The Company is a Public Limited Company listed on Mumbai stock exchange being recognized stock exchanges in India. The registered office of the Company is located at "Agarwal House, Ground Floor 5, Yeshwant Colony Indore – 452016 (M.P.), India.

These consolidated financial statements of the Company for the year ended March 31, 2020 were authorized for issue by the Board of Directors on 29/07/2020. Pursuant to the provision of the Companies Act, 2013 (the 'Act') Securities and Exchange Board of India and other statutory regulatory bodies.

B. Significant accounting policies

1. Statement of compliance

The financial statements have been prepared in accordance with Indian Accounting standards ("Ind AS") notified, under section 133 of the Companies Act, 2013 ('Act') read with the rules notified under the relevant provisions of the Act.

Upto the year ended 31st March 2019, the company prepared its financial statements in accordance with the requirement of previous GAAP, which included Standards notified under the Companies (Accounting Standards) Rules, 2006. These financial statements are the first financial statements of the company under Ind AS. The date of transition to Ind AS is 1st April 2018.

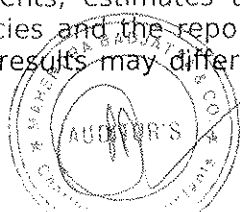
2. Basis of Preparation

The consolidated financial statements have been prepared on accrual basis and under the historical cost convention except for certain financial instruments which are measured at fair value at the end of each reporting period, as explained in the accounting policies mentioned below.

The consolidated financial statements including notes thereon are presented in Indian Rupees ("Rupees" or "INR"), which is the Company's functional and presentation currency. All amounts disclosed in the financial statements including notes thereon have been rounded off to the nearest thousands of Rupees as per the requirement of Schedule III to the Act, unless stated otherwise.

3. Use of Estimates, Judgments and Assumptions

The preparation of financial statements in accordance with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amount of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates



and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

Significant areas of estimation, uncertainty, and critical judgements in applying accounting policies that have significant effect on amount recognized in the financial statements are:

- i. Allowance for bad and doubtful trade receivable.
- ii. Recognition and measurement of provision and contingencies.
- iii. Depreciation/ Amortisation and useful lives of Property, plant and equipment / Intangible Assets.
- iv. Recognition of deferred tax.
- v. Income Taxes.
- vi. Measurement of defined benefit obligation.
- vii. Impairment of Non-financial assets and financial assets.

4. Principle of consolidation

The consolidated financial statements comprise the financial statements of the Company, its subsidiaries and equity accounting of its investment in associates and jointly controlled entities.

a. Associates and jointly controlled entities:

Associates are all entities over which the Group has significant influence but not control or joint control.

This is generally the case where the Group holds between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting, after initially being recognized at cost.

Equity method as per IND AS 28:

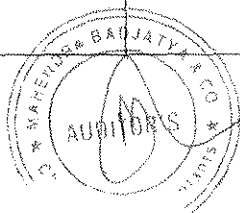
Under the equity method of accounting, the investments are initially recognized at cost and adjusted thereafter to recognize the Group's share of the post-acquisition profits or losses of the investee in profit or loss, and the Group's share of other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates are recognized as a reduction in the carrying amount of the investment.

When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognize further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealized gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in these entities. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

- b. The CFS comprise of the audited financial statements (except as mentioned otherwise) of the Company and its associate entities for the year ended 31st March 2020, which are as under:

Name of the Company/ firm	Country of incorporation	Relationship	Shareholding as at 31 March, 2020
Agarwal Coal Corporation Private Limited	India	Associate	27.85%
Agarwal Fuel Corporation Private Limited	India	Associate	32.27%



5. Revenue Recognition

- a. Interest income is recognized on accrual basis using the effective interest method.
- b. Dividend income is recognised in profit or loss on the date on which the company's right to receive payment is established.

6. Property, Plant and Equipment

a. Measurement and recognition:

An item of property, plant and equipment that qualifies as an asset is measured on initial recognition at cost.

Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses, if any. The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other non-refundable purchase taxes or levies, directly attributable cost of bringing the asset to its working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, if any.

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the company.

b. Transition to Ind AS:

On transition to Ind AS the company has elected to continue the carrying value of all its property, plant and equipment's recognized as at 1st April, 2018 measured as previous GAAP and used that carrying value as the deemed cost of all its property, plant and equipment's.

c. Depreciation:

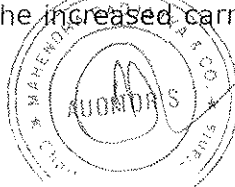
Depreciation on each part of an item of property, plant and equipment is provided using the Straight-Line Method based on the useful life of the asset as per the provisions of Section 123 read with Schedule II Part C of the Companies Act 2013.

7. Impairment of non-financial asset

The company assesses at each reporting date whether there is any objective evidence that a non-financial asset or a group of non-financial assets are impaired. If any such indication exists, the company estimates the amount of impairment loss. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or group of assets is considered as cash generating unit. If any such indication exists, an estimate of the recoverable amount of the individual asset/cash generating unit is made.

An impairment loss is calculated as the difference between an asset's carrying amount and recoverable amount. Losses are recognized in profit or loss and reflected in an allowance account. When the company considers that there are no realistic prospects of recovery of the asset, the relevant amounts are written off. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, then the previously recognized impairment loss is reversed through profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed



the carrying amount that would have been in place had there been no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in Statement of Profit and Loss, taking into account the normal depreciation/amortization.

8. Employee Benefits

A. Short Term Employee Benefits

Short term employee benefits are recognized in the period during which the services have been rendered.

B. Long Term Employee Benefits

- a. Retirement benefits in the form of defined contribution plans including gratuity liability under Payment of Gratuity Act are paid & charged to the Statement of Profit and Loss for the year when contributions to the respective Funds are due, in such cases the actuarial risk and the investment risk are borne by the respective funds.
- b. Retirement benefits in the form of defined benefit plan are recognised using Projected Unit Credit Method where Current service cost, Past service cost and net interest Expense/Income is recognised in the statement of profit and loss and Gain/Loss due to actuarial risk and investment risk is charged to the other comprehensive income.

9. Taxation

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

a. Current taxes

Provision for current tax is made after taking into consideration benefits admissible under provisions of the Income Tax Act, 1961. Minimum Alternative Tax (MAT) credit entitlement is recognized where there is convincing evidence that the same can be realized in future.

b. Deferred Taxes

The deferred tax charge or credit the corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future ; however where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is reasonable certainty of realization of such assets.

10. Provisions, contingent liabilities, and contingent assets

The Company creates a provision when there is a present obligation as a result of past events and it is probable that there will be outflow of resources and a reliable estimate of the obligation can be made of the amount of the obligation. Contingent liabilities are not recognized but are disclosed in the notes to the financial statements. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote.



Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed.

Contingent assets are neither recognized nor disclosed in the financial statements.

11. Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability, or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible to the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 - inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3 - inputs that are unobservable for the asset or liability.

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

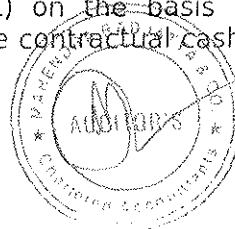
12. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial instruments also include derivative contracts such as foreign currency foreign exchange forward contracts, interest rate swaps and currency options; and embedded derivatives in the host contract.

a. Financial Assets

Classification:

The Company shall classify financial assets and subsequently measured at amortised cost, fair value through other comprehensive income (FVOCI) or fair value through profit or loss (FVTPL) on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.



Initial recognition and measurement:

All financial assets are recognised initially at fair value plus transaction costs that are attributable to the acquisition of the financial asset, in the case of financial assets not recorded at fair value through profit or loss. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the company commits to purchase or sell the asset.

Fair value through profit or loss:

Assets that do not meet the criteria for amortized cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognized in Statement of Profit and Loss in the period in which it arises, unless it arises from debt instruments that were designated at fair value or which are not held for trading. Interest income from these financial assets is included in 'Interest income' using the effective interest rate method.

Fair value through other comprehensive income:

Financial assets that are held for collection of contractual cash flows and for selling the assets, where the assets' cash flows represent solely payments of principal and interest, and that are not designated at FVPL, are measured at fair value through other comprehensive income. Movements in the carrying amount are taken through FVOCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses on the instrument's amortized cost which are recognized in profit or loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss. Interest income from these financial assets is included in 'Interest income' using the effective interest rate method.

Amortized Cost:

Assets that are held for contractual cash flows where those cash flows represent solely payments of principal and interest ('SPPI'), and that are not designated at FVTPL, are measured at amortized cost. The carrying amount of these assets is adjusted by any expected credit loss allowance recognized and measured. Interest income from these financial assets is recognized using the effective interest rate method.

Interest income:

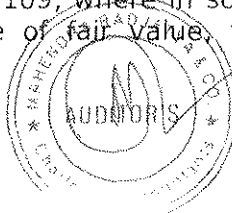
Interest income is calculated by applying the effective interest rate to the gross carrying amount of financial assets.

Equity instruments:

Equity instruments are instruments that meet the definition of equity from the issuer's perspective; that is, instruments that do not contain a contractual obligation to pay and that evidence a residual interest in the issuer's net assets. Ind AS 109 requires all investments in equity instruments and contracts on those instruments to be measured at fair value.

The Company subsequently measures all quoted equity investments at fair value. Where the company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification for fair value gains and losses to profit or loss following the de-recognition of the investment.

The Company subsequently measures all un-quoted equity investments at cost based on the requirements of Ind AS 109, where in some limited circumstances cost is a more appropriate estimate of fair value, that may be the case if



insufficient more recent information is available to measure the fair value or if there is a wide range of possible fair value measurements and cost represents the best estimate of the fair value within that range.

Changes in the fair value of financial assets at fair value through profit or loss are recognized in net gain/ loss on fair value changes in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value. Gains and losses on equity investments at FVTPL are included in the Statement of Profit and Loss.

De-recognition:

A financial asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) is primarily derecognised (i.e. removed from the company's balance sheet) when:

- a. The rights to receive cash flows from the asset have expired, or
- b. The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the company has transferred substantially all the risks and rewards of the asset, or (b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.
- c. When the company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognise the transferred asset to the extent of the company's continuing involvement. In that case, the company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.
- d. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the company could be required to repay.

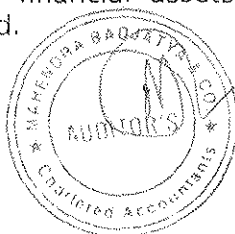
Impairment of financial assets:

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance:

The Company follows general approach for recognition of impairment loss allowance for financials assets other than trade receivables. In general approach, the financial asset is divided into 3 stages and the amount of ECL is recognized depending on the stage of the financial asset into consideration.

The loss under this approach is either based on the 12 months ECL or lifetime ECL. All financial assets falling in stage 1 is performing and requires 12 months ECL, whereas financial assets in stage 2 where the credit risk has increased significantly post recognition or financial assets in stage 3 which are credit impaired a lifetime ECL is required.



b. Financial Liabilities

Classification:

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

Initial recognition and measurement:

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss or amortised costs.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

De-recognition:

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting

Financial assets and financial liabilities are offset and the net amount is presented in the balance sheet when, and when the company has a legally enforceable right to set off the amount and it intends either to settle them on net basis or to realize the asset and settle the liability simultaneously.

Derivative financial instruments

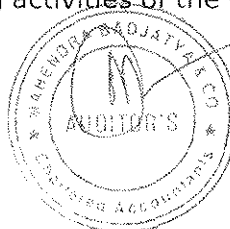
The company uses derivative financial instruments, such as forward currency contracts, interest rate swaps and forward commodity contracts, to hedge its foreign currency risks, interest rate risks and commodity price risks, respectively. Such derivative financial instruments are initially recognized at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

13. Cash and cash equivalents

Cash and cash Equivalents in the Balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three or less month, which are subject to an insignificant risk of changes in value.

14. Cash Flow Statement

Cash flows are reported using the indirect method, where by profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.



15. Earnings per share

a. Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus element in equity shares issued during the year, if any and excluding treasury shares.

b. Diluted earnings per share

Diluted earnings per share adjusted the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

16. Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

17. Investment in subsidiaries and associates

Investments in subsidiary and associate companies are carried at cost and fair value (deemed cost) as per Ind AS – 101 and 109 less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down to its recoverable amount. On disposal of investments in subsidiary companies, associate companies and joint venture companies, the difference between net disposal proceeds and the carrying amounts are recognized in the Statement of Profit and Loss.

When the company ceases to control the investment in subsidiary or associate the said investment is carried at fair value through profit and loss in accordance with Ind AS 109 "Financial Instruments".

18. Recognition Of NPA

Non-Performing Assets (NPA), if any, is recognized as per the prudential norms of NBFC Rules and Regulations of Reserve Bank of India.

