

SHIVSHAKTI FINANCIAL SERVICES LIMITED
(formerly Shivshakti Financial Services Private Limited)
(CIN: U74899DL1994PLC062407)

Registered Office: M-62 & 63, First Floor, Connaught Place, New Delhi - 110 001
Email: helpdesk@indiabulls.com, Tel: 0124-6681199, Fax: 0124-6681240

NOTICE

NOTICE is hereby given that 21st Annual General Meeting of the members of **Shivshakti Financial Services Limited** will be held on **Saturday, the 5th day of September, 2015 at 1:30 P.M.** at the Registered office at M - 62 & 63, First Floor, Connaught Place, New Delhi-110001, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company as at March 31, 2015 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Ravinder (DIN: 02873125), who retires by rotation, and being eligible, offers himself for reappointment.
3. To ratify the appointment of Statutory Auditors of the Company to hold office as such from the conclusion of this AGM until the conclusion of the Twenty Second Annual General Meeting of the Company and in this regard to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT the appointment of M/s S A S & Co., Chartered Accountants, (Regn No. 020025N), be and are hereby ratified as the statutory auditors of the Company to hold office from the conclusion of this AGM till the conclusion of Twenty Second Annual General Meeting, at such remuneration as may be fixed by the Board of Directors of the Company."

By Order of the Board
For **Shivshakti Financial Services Limited**



Ravinder
Whole-time Director

Place: New Delhi
Date: August 11, 2015

Registered Office:
M-62 & 63, First Floor,
Connaught Place, New Delhi - 110 001
CIN: U74899DL1994PLC062407

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

The proxy form duly completed must reach the registered office or Corporate office of the Company at Indiabulls House, 448-451, Udyog Vihar, Phase V, Gurgaon, not later than 48 hours before the commencement of the Meeting. A body corporate being a member shall be deemed to be personally present at the meeting if represented in accordance with the provisions of Section 113 of the Companies Act, 2013. The representative so appointed, shall have the right to appoint a proxy.

2. Members desiring any information with regards to accounts/reports are requested to write to the Company at its Registered Office at least 10 days before the meeting so as to enable the Management to keep the information ready.

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DIRECTORS' REPORT

Dear Shareholders,

Your Directors present to you, the 21st Annual Report together with the Audited Accounts for the year ended March 31, 2015.

FINANCIAL RESULTS

Summary of the Financial Results for the period are as under:

Particulars	For the year ended	
	(Amount Rs.)	
	31st March, 2015	31st March, 2014
Total Revenue	61,820,098	300,486,566
Total Expenses	56,791,950	259,638,743
Profit before Tax	5,028,148	40,847,823
Less: Provision for Current Tax	870,000	0
(ADD) /Less: Provision for Deferred Tax (Credit) / Expense	-200,274	31,718,745
Profit After Tax	4,358,422	9,129,078
Balance of Profit brought forward	57,062,907	59,759,645
Less: Adjustment on account of Depreciation	73,643	0
Amount available for appropriation	61,347,686	68,888,723
Less: Appropriations:		
Interim Dividend on Equity Shares	0	0
Corporate Dividend Tax on Interim Dividend on Equity Shares	0	0
Transfer to Reserve Fund (u/s 45 IC of the RBI Act 1934)	871,684	1,825,816
Transfer to Special reserve fund u/s 36(1)(viii) of the	0	0
Income Tax Act, 1961		
Provision for dividend on Preference shares	0	0
Transfer to Capital Reserve	0	10,000,000
Balance of Profit carried forward	60,476,002	57,062,907
Earnings per Equity Share		
- Basic	1.88	4.30
- Diluted	1.88	4.30

BUSINESS REVIEW

The revenue from the operations of the Company for the financial year 2014-15 stood at Rs. 5.85 Crores and post tax profit of the Company was Rs. 0.50 Crores . The profitability of the Company is expected to grow in the coming years.

DIVIDEND

The Board of Directors of the Company has not recommended any dividend for financial year 2014-15.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with the provisions of Section 152 of the Companies Act, 2013, Mr. Ravinder (DIN: 02873125), Director, retires by rotation and, being eligible, offers himself for re-appointment at the ensuing Annual General Meeting.

PUBLIC DEPOSITS

During the year under review, the Company has not accepted any deposit from the public, falling within the ambit of Chapter V of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

STATUTORY AUDITORS

M/s SAS & Co., Chartered Accountants (Regn. No. 020025N), the Statutory Auditors of the Company were appointed by the members in their 20th Annual General Meeting, held on 26/09/2014, for a period of 5 years i.e. until the conclusion of the Twenty Fifth Annual General Meeting of the Company. The Company has received a certificate from the Auditors to the effect that their continuation as such from the conclusion of this Annual General Meeting until the conclusion of Twenty Second Annual General Meeting is in accordance with the provisions of the Section 141(3)(g) of the Companies Act, 2013. The Board recommends the ratification of the appointment of M/s SAS & Co., as Statutory Auditors of the Company till the conclusion of Twenty Second Annual General Meeting of the Company.

The Auditors' Report is self-explanatory and therefore do not call for any further explanation.

DIRECTORS' RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statement in terms of Section 134 of the Companies Act, 2013:

- a) that in the preparation of the annual financial statements for the year ended March 31, 2015, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- b) that such accounting policies as mentioned in the Notes to the Financial Statements have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company, as at March 31, 2015 and the profit and loss of the company for the year ended on that date;

- c) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) that the annual financial statements have been prepared on a going concern basis; and
- e) that proper internal financial controls were in place and that such financial controls were adequate and were operating effectively.
- f) that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

INFORMATION PURSUANT TO SECTION 134 AND SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH THE RELEVANT RULES

The information required to be disclosed pursuant to Section 134 and Section 197 of the Companies Act, 2013, read with the relevant rules (to the extent applicable), not elsewhere mentioned in this Report, are as under:

EXTRACT OF ANNUAL RETURN

The details forming part of extract of Annual Return, as on the financial year ended March 31, 2015, pursuant to Section 92(3) of the Companies Act, 2013, in form MGT-9, are given in **Annexure 1** forming part of this Report.

BOARD MEETINGS

During the FY 2014-15, Nine (9) Board Meetings were convened and held.

LOANS, GUARANTEES OR INVESTMENTS

During the FY 2014-15, in terms of the provisions of Section 186 (1) of the Companies Act, 2013, the Company did not make any investments through more than two layers of investment companies..

The details of loans, guarantees or investments made by the Company are given in the notes to the financial statement.

RELATED PARTY TRANSACTIONS

During the year, no materially significant related party transaction was entered by the Company with its Promoters, Key Management Personnel or other designated persons which may have potential conflict with the interest of the Company at large. All the related party transactions, entered into by the Company, during the financial year, were in its ordinary course of business and on an arm's length basis. Hence the information in the prescribed Format AOC – 2 is not applicable.

Further, Your Directors wish to draw attention of the members to Notes to the financial statement which sets out related party disclosures.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an elaborate system of internal controls commensurate with the size, scale and complexity of its operations; it also covers areas like financial reporting, fraud control,

compliance with applicable laws and regulations etc. Regular internal audits are conducted to check and to ensure that responsibilities are discharged effectively.

MATERIAL CHANGES AND COMMITMENTS

CHANGE OF STATUS OF THE COMPANY

Subsequent to the financial year, the status of the Company has been changed from Private Limited to Public Limited vide shareholders authorization dated 7th October, 2014 and fresh certificate of incorporation issued by Registrar of Companies, NCT of Delhi and Haryana dated 5th February, 2015.

Further, no significant and material orders were passed by the regulators or courts or tribunals, impacting the going concern status and Company's operations in future.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo, is as under:

A. Conservation of Energy

The Company uses energy for its office equipment such as computers, lighting and utilities at its work premises. As an ongoing process the following measures are undertaken to conserve energy:

- a) Implementation of viable energy saving proposals.
- b) Installation of automatic power controllers to save maximum charges and energy.
- c) Awareness and training sessions, at regular intervals, to concerned operational personnel on opportunities of energy conservation and their benefits.

B. Technology Absorption

The Company is investing in cutting edge technologies to upgrade its infrastructure set up and innovative technical solutions, thereby increasing customer delight & employee efficiency. Next Generation Business Intelligence & analytics tool have been implemented to ensure that while data continues to grow, decision makers gets answers faster than ever for timely & critical level decision making. The Company has implemented best of the breed applications to manage and automate its business processes to achieve higher efficiency, data integrity and data security. It has helped it in implementing best business practices and shorter time to market new schemes, products and customer services. The Company has taken major initiatives for improved employee experience and efficient Human resource management, by implementing world class HRMS application and empowering them by providing mobile platform to manage their work while on the go.

The Company's investment in technology has improved customer services, reduced operational cost and development of new business opportunities.

C. Foreign Exchange Earnings and Outgo

There was no foreign exchange earnings and outgo during the year under review.

BUSINESS RISK MANAGEMENT

Pursuant to the applicable provisions of the Companies Act, 2013, the Company has formulated robust business Risk Management framework to identify and evaluate business risks and opportunities. This framework seeks to create transparency, minimize adverse impact on its business objectives and enhance its competitive advantage. It defines the risk management approach across the Company including the documentation and reporting. At present, the Company has not identified any element of risk which may threaten its existence.

PARTICULARS OF EMPLOYEES

There were no employees of the Company, employed by the Company through the year or part thereof, information in respect of which is required to be made in terms of Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

SUBSIDIARIES/ ASSOCIATES/ JOINT VENTURES

During the FY 2014-15, no company became or ceased to be subsidiary or joint venture or associate of the Company.

COMMITTEES OF THE BOARD

The Board has constituted various Committees to take informed decisions in the best interest of the Company. These Committees monitor the activities falling within their terms of reference. The details of these committees are as under.

a) Audit Committee

In compliance with the provisions of the Companies Act, 2013, the Board has re-constituted the Audit Committee in FY 2014-15. The Audit Committee currently comprises of three members namely Mr. Joginder Singh as the Chairman, Mr. Ravinder, Mr. Manish Rustagi, as other two members.

b) Corporate Social Responsibility Committee

As part of its initiatives under "Corporate Social Responsibility (CSR)", the Company has undertaken projects in the area of education and sanitation etc. as per its CSR Policy and the details given in "Annexure 2", forming part of this Report. The project is in accordance with Schedule VII of the Companies Act, 2013 read with the relevant rules.

NUMBER OF CASES FILED, IF ANY, AND THEIR DISPOSAL UNDER SECTION 22 OF THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has zero tolerance towards any action on the part of any of its officials, which may fall under the ambit of 'Sexual Harassment' at workplace, and is fully committed to uphold and maintain the dignity of every woman employee of the Company. The Company's Sexual Harassment Policy provides for protection against sexual harassment of women at workplace and for prevention and redressal of such complaints.

During the financial year 2014-15, no case of sexual harassment was reported.

ACKNOWLEDGEMENT

Your Company has been able to operate efficiently because of the culture of professionalism, creativity, integrity and continuous improvement in all functional areas and the efficient

utilization of all its resources for sustainable and profitable growth. Your Directors wish to place on record their appreciation of the contributions made all those who were connected with the Company, for their support during the year.

For and on behalf of the Board of Directors



Place: New Delhi

Ravinder
Whole-time Director
DIN : 02873125

Jogender Singh
Whole-time Director
DIN : 02873129

Date: ~~21/4/2015~~

21/4/2015

Annexure - 1

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
as on financial year ended on 31.03.2015
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I REGISTRATION & OTHER DETAILS:

i	CIN	U74899DL1994PC062407
ii	Registration Date	27-Oct-94
iii	Name of the Company	Shivshakti Financial Services Limited
iv	Category/Sub-category of the Company	Company Limited by Shares
v	Address of the Registered office & contact details	M - 62 & 63, First Floor, Connaught Place, New Delhi-110001
vi	Whether listed company	No
vii	Name, Address & contact details of Registrar & Transfer Agent, if any.	NA

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	FINANCIAL INTERMEDIATION	6592	94.69%

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

Sl No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	Indiabulls Distribution Services Limited	U74999DL2009PLC191143	Holding Company	100%	Section 2(46) of Companies Act, 2013
2	Indiabulls Ventures Limited	L74999DL1995PLC069631	Ultimate Holding Company	Nil	Section 2(46) of Companies Act, 2013

SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A: Promoters									
(1) Indian	0	0	0	0	0	0	0	0	0
a) Individual/HUF	0	0	0	0	0	0	0	0	0
b) Central Govt.	0	0	0	0	0	0	0	0	0
c) State Govt.	0	0	0	0	0	0	0	0	0
d) Bodies Corporates*	0	2,316,600	2,316,600	100%	0	2,316,600	2,316,600	100%	0
e) Bank/FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
SUB TOTAL (A) (1)	0	2,316,600	2,316,600	100%	0	2,316,600	2,316,600	100%	0
(2) Foreign	0	0	0	0	0	0	0	0	0
a) NRI- Individuals	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
e) Any other...	0	0	0	0	0	0	0	0	0
SUB TOTAL (A) (2)	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter									
(A) = (A)(1)+(A)(2)	0	2,316,600	2,316,600	100%	0	2,316,600	2,316,600	100%	0
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0
c) Central govt	0	0	0	0	0	0	0	0	0
d) State Govt.	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FII	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
SUB TOTAL (B)(1):	0	0	0	0	0	0	0	0	0
(2) Non Institutions									
a) Bodies corporates	0	0	0	0	0	0	0	0	0
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital upto Rs. 1 lakhs	0	0	0	0	0	0	0	0	0
ii) Individual's shareholders holding nominal share capital in excess of Rs. 1 lakhs	0	0	0	0	0	0	0	0	0
c) Others (specify)	0	0	0	0	0	0	0	0	0
SUB TOTAL (B)(2):	0	0	0	0	0	0	0	0	0
Total Public Shareholding									
(B) = (B)(1)+(B)(2)	0	0	0	0	0	0	0	0	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	0	2,316,600	2,316,600	100%	0	2,316,600	2,316,600	100%	0

*Includes 6 shares held by 6 individual nominees holding 1 equity share each on behalf of Indiabulls Distribution Services Limited (body corporate)

(ii) SHARE HOLDING OF PROMOTERS

Sl No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year (C-B-A)
		No of shares	% of total shares of the company (A)	% of shares pledged/encumbered to total shares	No of shares	% of total shares of the company (B)	% of shares pledged/encumbered to	
1	Indiabulls Distribution Services Limited*	2,316,600	100%	0	2,316,600	100%	0	0
	Total	2,316,600	100%	0	2,316,600	100%	0	0

* along with its 6 individual nominees holding 1 equity share each

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)

Sl. No.	Shareholding at the beginning of the Year	Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
Indiabulls Distribution Services Limited	At the beginning of the year (01-April-14)	2,316,600	100%		
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)		NIL		NIL	
	At the end of the year (31-March-15)	2,316,600	100%		

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)

Sl. No	For each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No of shares	% of total shares of the company
1	NIL	NIL		NIL	

The entire shareholding of the Company is held by its promoter i.e Indiabulls Distribution Services Limited.

(v) **Shareholding of Directors & KMP**
A) **Shareholding of Directors**

Sl. No.	Name*	Shareholding			Date wise Increase / Decrease in shareholding during the year specifying the reasons for increase / decrease	Cumulative Shareholding during the year (01-Apr-2014 to 31-Mar-2015)	
		Date [beginning of the year (01-Apr-2014) /end of the year (31-Mar-2015)]	No. of Shares	% of total shares of the Company		No. of Shares	% of total shares of the Company
1	RAVINDER Executive Director	1-Apr-14	0	0		0	0
		31-Mar-15	0	0			
2	JOGENDER SINGH Executive Director	1-Apr-14	0	0		0	0
		31-Mar-15	0	0			
3	SANJEEV KASHYAP Non-Executive Director	1-Apr-14	0	0		0	0
		31-Mar-15	0	0			
4	VIJAY BABBAR Non-Executive Director	1-Apr-14	0	0		0	0
		31-Mar-15	0	0			

A) **Shareholding of KMP**

Sl. No.	Name*	Shareholding			Date wise Increase / Decrease in shareholding during the year specifying the reasons for increase / decrease	Cumulative Shareholding during the year (01-Apr-2014 to 31-Mar-2015)	
		Date [beginning of the year (01-Apr-2014) /end of the year (31-Mar-2015)]	No. of Shares	% of total shares of the Company		No. of Shares	% of total shares of the Company
1	MANISH RUSTAGI Company Secretary	1-Apr-14	0	0		0	0
		31-Mar-15	0	0			

*None of the Directors or Key Managerial Personnel holds any shares in the Company. The entire shareholding of the Company is held by its promoter i.e. Indiabulls Distribution Services Limited.

V INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in indebtedness during the financial year				
Additions	-	-	-	-
Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl.No	Particulars of Remuneration	Name of the MD/WTD/Manager		Total Amount		
		Mr. Ravinder, WTD	Mr. Jogender Singh, WTD			
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.	0	300000	300000	0	600000
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	0	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0	0	0	0
2	Stock option	0	0	0	0	0
3	Sweat Equity	0	0	0	0	0
4	Commission	0	0	0	0	0
	as % of profit:	0	0	0	0	0
	others (specify)	0	0	0	0	0
5	Others, please specify- Director S	0	196500	196500	0	393000
	Total (A)	0	496500	496500	0	993000
	Ceiling as per the Act	Rs. 6,02,115 (being 10% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013)				

B. Remuneration to other directors:

Sl.No	Particulars of Remuneration	Name of Directors						Total Amount (In Rs.)
1	Independent Directors							
	(a) Fee for attending board/ committee meetings							
	(b) Commission							
	(c) Others, please specify							
	Total (1)							
2	Other Non-Executive Directors	Mr. Sanjeev Kashyap	Mr. Vijay Babbar					
	(a) Fee for attending board/ committee meetings							
	(b) Commission							
	(c) Others, please specify							
	Total (2)							
	Total (B)=(1+2)							
	Total Managerial Remuneration (A) + (B)							
	Ceiling as per the Act	Rs. _____	(being 1% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013)					

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total
1	Gross Salary	Mr. Manish Rustagi, Company Secretary			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	1,924,072	NA	NA	
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961 (other than ESOP)	27,000	NA	NA	
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961		NA	NA	
2	Stock Option	16,500	NA	NA	
3	Sweat Equity		NA	NA	
4	Commission		NA	NA	
	as % of profit		NA	NA	
	others, specify		NA	NA	
5	Others, please specify		NA	NA	
	Total	1,967,572	NA	NA	

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees Imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
A. COMPANY					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
B. DIRECTORS					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

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

The Company focuses its CSR efforts on such areas, where it could provide maximum benefits to the society at large. These are, improving awareness of communities towards education and Sanitation etc. The Company will continue to engage with stakeholders including experts, NGOs, professional bodies / forums and the government and would take up such CSR activities in line with the government's intent, which are important for the society at large. The Company may also undertake such other CSR projects, where societal needs are high or in special situations (natural disasters etc.)
CSR policy is as stated herein below:

PREAMBLE

Indiabulls group, a well-established and successful corporate conglomerates, has since long been involved in activities of social welfare and betterment as one of the essential tenets of its philosophy towards which end four of the flagship companies of its various business segments had as far back as the beginning of the year 2010 established a Public Charitable Trust by the name Indiabulls Foundation, with the basic object of contributing and alleviating the pain and sufferings of the poor and needy sections of the country in general while at the same time ensuring that there is a general upliftment of population of the country at large on every front thereby ensuring that those deprived of the opportunities for growth and development, because of their social and financial status, get to participate in equal measure in reaping the benefits of growth and development of the Country.

With the promulgation of the Companies Act, 2013 (Act) on September 2013 and the notification of Section 135 of the Act read with in Schedule VII to the Act, dealing with the aspect of corporate social responsibility as also of the Rules laid down to such effect to the Act, which have come into force on the 1st day of April, 2014 (the CSR Rules), it has become mandatory for the corporate entities falling with the purview of the limits as to Networth, Turnover or Profitability as laid down in the said section read with the CSR Rules, to undertake any one or more of the activities as laid down thereunder, towards the discharge of their responsibility towards the society in general (the "Corporate Social Responsibility" or briefly "CSR").

The Company being a corporate entity falling within the purview of Section 135 of the Act read with CSR Rules, the Committee constituted by the Board of Directors of the Company ("Board"), has in exercise of its authority and discharge of its responsibility, formulated a CSR Policy, which has been approved by the Board as the Corporate Social Responsibility Policy of the Company, elaborated as under:

DEFINITIONS

1. **Company:** means Shivshakti Financial Services Limited (formerly Shivshakti Financial Services Private Limited)
2. **Corporate Social Responsibility Activities (CSR Activities):** mean any one or more of the following objectives/ purposes, being pursued/ undertaken/ to be undertaken by the Company, either directly or in collaboration with other companies or through Indiabulls Foundation (a registered trust) (hereinafter referred to as the **IB Foundation**) or any other registered trust or society or a company set up for the purpose of undertaking similar programs or projects, within the purview of CSR Rules:
 - (i) eradicating hunger, poverty and malnutrition , promoting preventive health care and sanitation and making available safe drinking water;

- (ii) Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
- (iii) Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
- (iv) Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water;
- (v) Protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional arts and handicrafts;
- (vi) Measure for the benefit of armed force veterans, war widows and their dependents;
- (vii) Training to promote rural sports, nationally recognized sports, Paralympic sports and Olympics sports;
- (viii) Contribution to the prime minister's National Relief Fund or any other fund set up by the central government for socio-economic development and relief and welfare of the Scheduled Castes, the Schedule Tribes, other backward classes, minorities and women;
- (ix) Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;
- (x) Rural Development projects.
- (xi) Any other activity, as may be notified by the Central Government from time to time.

3. **Committee** means the Corporate Social Responsibility Committee as constituted for the purpose, by the Board of Directors of the Company.

4. **Net Profit** means the net profit computed for a financial year in accordance with the applicable provisions of the Act, not being profit arising from any overseas branch of the Company and/or any dividend income accruing to the Company in any financial year excluding the surplus arising out of CSR Activities, if any.

CSR CONTRIBUTION

The contribution by the Company in any financial year towards CSR Activities shall be a minimum of 2% of its average Net Profits for three immediately preceding financial years or as per Company law.

FUNCTIONING OF THE COMMITTEE

The Committee towards effectuation and implementation of the CSR Activities shall identify and recommend the specific CSR activity/activities to the Board of Directors of the Company (Board) for its consideration and approval. Based on the approval of the Board, required funds shall be infused into the Board approved CSR activities. The same shall constitute the CSR Contribution of the Company for the relevant financial year.

The Committee shall institute a transparent monitoring mechanism for implementation of the CSR activities, towards which end, progress updates on CSR activities undertaken, shall be submitted to the Board, from time to time.

TREATMENT OF SURPLUS ARISING OUT OF CSR ACTIVITIES

It is hereby explicitly stated that any surplus arising out of the CSR Activities shall not form a part of the business profits of the Company.

OVERALL IMPROVEMENT IN FUNCTIONING AND IN DISCHARGE OF CSR

The Committee shall from time to time explore the ways and means whereby improvements that need to be brought about towards the discharge of CSR by the Company are identified and steps taken to ensure that measures necessary to effectuate the areas of improvement so identified are taken in the right earnest.

GENERAL

Any term or aspect not specifically defined or set out in this Policy shall be construed to mean what is laid down in respect thereof under the Act or the CSR Rules.

2. **Composition of the CSR Committee**
Mr. Ravinder (Chairman)
Mr. Jogender Singh (Executive Director)
Mr. Sanjeev Kashyap (Non-Executive Director)
3. **Average Net Profit of the Company for last three financial years:** Rs. 5,34,55,586/- (rounded off)
4. **Prescribed CSR Expenditure (two percent of the amount as in item 3 above):** Rs. 10,69,112 (rounded off)
5. **Details of CSR spend for the financial year:**
 - a. **Total amount spent for the financial year:** Rs. 10,70,000/- (Rounded off)
 - b. **Amount unspent, if any:** Nil
 - c. **Manner in which the amount spent during the financial year is detailed below:**

1	2	3	4		5	6	7	8
Sr. No.	CSR project or activity identified	Sector in which the project is covered	Projects or Programs		Amount Outlay (Budget) Project or Programs-wise	Amount Spent on Project or Programs Sub Heads: Direct Exp. On Project or Programs wise	Cumulative Expenditure up to the	Amount Spent Direct or through implementing agency
			District	State				
1	Distribution of Computer Sets	Education	Mumbai	Maharashtra	1,070,000	-	-	Implementing Agency (Indiabulls Foundation)
			Thane	Maharashtra				
			Palghar	Maharashtra				
			Raigad	Maharashtra				
	Total				1,070,000	-		

6. In case the Company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in Board's report.

During the financial year 2014-15, the Company has contributed its entire CSR expenditure aggregating to Rs. 10,70,000/- to the corpus of Indiabulls Foundation, for undertaking CSR projects, on its behalf.

7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with the CSR objectives and Policy of the Company.

The Company understands that for it to continue to prosper over the long term, the community, environment and society at large must also prosper. During the financial year 2014-15, the implementation and monitoring of CSR Policy of the Company were environmental friendly and in compliance with the applicable laws, CSR objectives and Policy of the Company.

For Shivshakti Financial Services Limited
(formerly Shivshakti Financial Services Private Limited)



Place: New Delhi Jogender Singh Ravinder
Date: 21/04/2015 Director & Member- CSR Committee Director & Chairman - CSR Committee

SHIVSHAKTI FINANCIAL SERVICES LIMITED
(formerly Shivshakti Financial Services Private Limited)
(CIN: U74899DL1994PLC062407)

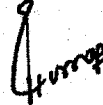
Registered Office: M-62 & 63, First Floor, Connaught Place, New Delhi - 110 001
Email: helpdesk@indiabulls.com, Tel: 0124-6681199, Fax: 0124-6681240

Name and address of implementing agency through which CSR Expenditure was incurred:-

Name:- Indiabulls Foundation

Address:- M-62 & 63, First Floor, Connaught Place, New Delhi - 110 001

By Order of the Board
For Shivshakti Financial Services Limited



Ravinder
Whole-time Director

Place: New Delhi

Date: 21-04-2015

Shivshakti Financial Services Limited
(formerly known as Shivshakti Financial Services Private Limited)
CIN : U74899DL1994PLC062407

M-62 & 63, First Floor, Connaught Place, New Delhi - 110 001.
Tel. : 011-30252900, Fax : 011-30252901 Email : help@shivshaktifinance.com

023



INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF SHIVSHAKTI FINANCIAL SERVICES LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **SHIVSHAKTI FINANCIAL SERVICES LIMITED (formerly known as Shivshakti Financial Services Private Limited)** ("the company") which comprise the Balance Sheet as at March 31, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

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

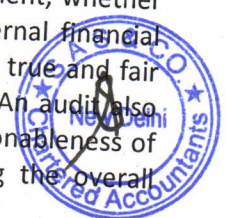
Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.



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

Opinion

In our opinion and to the best of our information and according to the explanations to the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as March 31, 2015, and its profits and its cash flow for the year ended on that date.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2015 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

Further to our comments in the aforesaid annexure, as required by section 143(3) of the Act, we report that:

1. 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.
2. 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.
3. The Balance Sheet, Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
4. 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.
5. On the basis of the written representations received from the directors, none of the director is disqualified as on March 31, 2015 from being appointed as directors in terms of section 164(2) of the Act.
6. 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:
 - a) The Company does not have any pending litigations which would impact its financial position.
 - b) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - c) There were no amounts which were required to be transferred to the investor Education and Protection Fund by the Company.

For S A S & Co.
Chartered Accountants
FRN: 020025N

Somya Agrawal
(Partner)

M. No. 526790

New Delhi, April 21, 2015



Annexure referred to in the Auditor's Report of even date to the Members of SHIVSHAKTI FINANCIAL SERVICES LIMITED on the financial statements for the year ended March 31, 2015

- i) a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified annually. In accordance with this programme, fixed assets were verified during the year and no discrepancies were noticed on such verification. In our opinion, the frequency of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- c) The Company has not disposed off any fixed assets during the year.
- ii) The Company does not have any inventories; accordingly, the provisions of clause 4(ii) of the Order are not applicable to the Company.
- iii) As informed, the company has granted unsecured loans to three companies covered in the register maintained under section 189 of the Act. The maximum amount involve during the year is Rs. 232,936,000/-and the balance outstanding at year end of such loan granted was Rs.208,336,000/-.
- iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business and we have not observed any continuing failure to correct major weaknesses in such internal control system. There were no transactions for the purchase of inventory and fixed assets and for the sale of goods and services during the year.
- v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits within the meaning of directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under. No order has been passed by the Company Law Board of National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal.
- vi) To the best of our knowledge and as explained, the Central Government has not specified maintenance of cost records under sub section (1) of section 148 of the Companies Act, 2013 for the products of the Company.
- vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Income-tax and other material statutory dues have generally been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of Provident Fund, Employees' State Insurance, Sales-tax, Wealth tax, Service tax, duty of Customs, duty of Excise, value added tax and cess. According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other statutory dues were in arrears, as at March 31, 2015 for a period of more than six months from the date they became payable.



(b) According to the information and explanations given to us and the records of the Company examined by us, as at March 31, 2015, there are no dues of income-tax or sales tax or wealth tax or service tax or duty of customs or duty of excise or value added tax or cess which have not been deposited on account of any dispute.

(c) According to the information and explanations given to us and the records of the Company examined by us, there were no amounts required to be transferred to the Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made there under.

- viii) The Company has not incurred cash losses in current financial year and in the immediately preceding financial year.
- ix) The Company has no dues in respect of a financial institution, bank or a debenture holder.
- x) According to the information and explanations given to us, the Company has not given any guarantees for loans taken by others from banks or financial institutions.
- xi) The Company did not have any term loans during the year.
- xii) According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

For S A S & Co.
Chartered Accountants
FRN: 020025N

Somya Agrawal



Somya Agrawal
(Partner)

M. No. 526790

New Delhi, April 21, 2015

Shivshakti Financial Services Limited
(Formerly known as Shivshakti Financial Services Private Limited)
Balance Sheet as at March 31, 2015

	Note No.	As at March 31, 2015 Amount (Rs.)	As at March 31, 2014 Amount (Rs.)
I. Equity and liabilities			
Shareholders' funds			
(a) Share Capital	4	23,166,000	23,166,000
(b) Reserves and Surplus	5	<u>881,979,100</u>	<u>877,694,321</u>
		905,145,100	900,860,321
Non - current liabilities			
(a) Long-Term Provisions	6	<u>4,229,964</u>	<u>4,237,335</u>
		4,229,964	4,237,335
Current liabilities			
(a) Other Current Liabilities	7	241,086	56,161
(b) Short-Term Provisions	8	<u>12,216,397</u>	<u>11,102,143</u>
		12,457,483	11,158,304
Total		<u><u>921,832,547</u></u>	<u><u>916,255,960</u></u>
II. Assets			
Non - current assets			
(a) Fixed Assets			
(i) Tangible Assets	9	<u>238,084</u>	<u>448,491</u>
		238,084	448,491
(b) Deferred Tax Assets (Net)	10	3,671,457	3,471,182
(c) Long-Term Loans and Advances	11	<u>257,900,000</u>	<u>299,248,194</u>
		261,571,457	302,719,376
Current assets			
(a) Cash and Cash Equivalents	12	31,973,531	5,386,933
(b) Short-Term Loans and Advances	13	530,109,607	543,378,499
(c) Other Current Assets	14	<u>97,939,868</u>	<u>64,322,661</u>
		660,023,006	613,088,093
Total		<u><u>921,832,547</u></u>	<u><u>916,255,960</u></u>
Summary of Significant Accounting Policies	3		

The accompanying notes are an integral part of the financial statements

In terms of our report of even date attached

For S A S & Co.
Chartered Accountants
FRN: 020025N

Somya Agrawal
Partner
Membership No. 526790
New Delhi, April 21, 2015



For and on behalf of the board of directors

Ravinder Kumar
Director

New Delhi, April 21, 2015

Joginder Singh
Director

Manish Rustagi
Company Secretary

Shivshakti Financial Services Limited
(Formerly known as Shivshakti Financial Services Private Limited)
Statement of Profit and Loss for the year ended March 31, 2015

	Note No.	Year ended March 31, 2015 Amount (Rs.)	Year ended March 31, 2014 Amount (Rs.)
Income			
I. Revenue from operations	15	58,536,957	289,874,438
II. Other income	16	3,283,141	10,612,128
III. Total revenue (I + II)		<u>61,820,098</u>	<u>300,486,566</u>
IV. Expenses			
Employee benefits expense	17	4,091,865	13,618,892
Interest and finance cost	18	37,969	111,555,420
Depreciation / amortisation		136,764	65,257
Other expenses	19	52,525,352	134,399,174
Total expenses		<u>56,791,950</u>	<u>259,638,743</u>
V. Profit/(Loss) before exceptional and extraordinary items and tax (III-IV)		5,028,148	40,847,823
VI. Exceptional items		-	-
VII. Profit/(Loss) before extraordinary items and tax (V - VI)		5,028,148	40,847,823
VIII. Extraordinary items		-	-
IX. Profit/(Loss) before tax (VII- VIII)		5,028,148	40,847,823
X. Tax expense:			
(1) Current tax		870,000	-
(2) Deferred tax		<u>(200,274)</u>	<u>31,718,745</u>
		669,726	31,718,745
XI. Profit/(Loss) for the year from continuing operations (IX-X)		4,358,422	9,129,078
XII. Profit/(Loss) from discontinuing operations		-	-
XIII. Tax expense of discontinuing operations		-	-
XIV. Profit/(Loss) from discontinuing operations (after tax) (XII-XIII)		-	-
XV. Profit/(Loss) for the year (XI + XIV)		<u>4,358,422</u>	<u>9,129,078</u>
XVI. Earnings per equity share:	22		
(1) Basic		1.88	4.30
(2) Diluted		1.88	4.30
Face value per equity share (Rs.)		10.00	10.00
Summary of Significant Accounting Policies	3		

The accompanying notes are an integral part of the financial statements

In terms of our report of even date attached

For S A S & Co.
Chartered Accountants
FRN: 020025N

Somya Agrawal
Partner
Membership No. 526790
New Delhi, April 21, 2015



For and on behalf of the board of directors

Ravinder Kumar
Ravinder Kumar
Director

Joginder Singh
Joginder Singh
Director

Manish Rustagi
Manish Rustagi
Company Secretary

New Delhi, April 21, 2015

Shivshakti Financial Services Limited
(Formerly known as Shivshakti Financial Services Private Limited)
Cash Flow Statement for the year ended March 31, 2015

	Year ended March 31, 2015		Year ended March 31, 2014	
	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)
A Cash flow from operating activities :				
Net Profit/(Loss) before tax		5,028,148		40,847,823
Adjustments for :				
Depreciation	136,764		65,258	
Contingent Provisions against Standard Assets	49,300,000		132,250,000	
Provision for Gratuity and Compensated Absences	335,390		272,673	
Dividend on Units of Mutual Funds	(3,282,086)		(4,872,742)	
Interest Income on Fixed Deposits	-		(5,406,015)	
Interest Paid	-		111,546,820	
	<u>46,490,068</u>		<u>233,855,994</u>	
Operating Profit / (Loss) before Working Capital Changes		<u>51,518,216</u>		<u>274,703,817</u>
Adjustments for:				
Trade and other receivables	(27,580,828)		5,489,891,522	
Trade Payables and other liabilities	184,925		(59,949,300)	
		<u>(27,395,903)</u>		<u>5,429,942,222</u>
Cash generated from/(used in) Operating Activities		<u>24,122,313</u>		<u>5,704,646,039</u>
Direct taxes refund/(paid)		(817,801)		(25,605,570)
Net cash generated from/(used in) Operating Activities		<u>23,304,512</u>		<u>5,679,040,469</u>
B Cash flow from investing activities :				
Interest Income on Fixed Deposits		-		9,736,816
Dividend on Units of Mutual Funds		3,282,086		4,872,742
Maturity of Fixed Deposits		-		50,000,000
Net cash generated from/(used in) Investing Activities		<u>3,282,086</u>		<u>64,609,558</u>
C Cash flow from financing activities				
Proceeds from Issue of Equity Share capital		-		8,000,000
Payout on redemption of Preference Share capital		-		(40,000,000)
Securities Premium Paid/(received)(net)		-		(3,168,000,000)
Loans Taken/(Repaid) (Net)		-		(2,435,075,000)
Interest paid		-		(111,546,820)
Net cash generated from/(used in) Financing Activities		<u>-</u>		<u>(5,746,621,820)</u>
D Net increase/(decrease) in cash and cash equivalents (A+B+C)		26,586,598		(2,971,793)
E Cash and cash equivalents at the beginning of the year		5,386,933		8,358,726
F Cash and cash equivalents at the close of the year (D + E)		<u>31,973,531</u>		<u>5,386,933</u>

Notes :

- The figures of the previous year are regrouped wherever considered necessary.
- The above Cash Flow Statement has been prepared under the " Indirect Method " as set out in Accounting Standard (AS)-3 'Cash Flow Statements' as specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, as amended.
- Cash and cash equivalents as at the close of the Year include:

Cash In Hand		29,865		3,101
Balances with Banks:				
- in current accounts		31,943,666		5,383,832
Cash and Cash Equivalents at the end of the year		<u>31,973,531</u>		<u>5,386,933</u>

In terms of our report of even date attached

For S A S & Co.
Chartered Accountants
FRN: 020025N

Somya Agrawal
Partner
Membership No. 526790
New Delhi, April 21, 2015



For and on behalf of the board of directors

Ravinder Kumar
Ravinder Kumar
Director

Joginder Singh
Joginder Singh
Director

Manish Rustagi
Manish Rustagi
Company Secretary

New Delhi, April 21, 2015

Shivshakti Financial Services Limited
(Formerly known as Shivshakti Financial Services Private Limited)
Notes to financial statements for the year ended March 31, 2014

Note - 1

Company Overview:

Malpani Securities Private Limited was incorporated on October 27, 1994 to carry on its business of stock and share broking. In accordance with the provisions of Section 21 and other applicable provisions of the Companies Act, 1956, the members of the company at their Extraordinary General Meeting held on January 12, 2010, accorded their approval to change the name of the company. The Company has since received a fresh certificate of incorporation consequent upon change of name from the Registrar of Companies, National Capital Territory of Delhi & Haryana dated January 13, 2010 in respect of the said change. Accordingly, the name of the Company was changed from Malpani Securities Private Limited to Shivshakti Financial Services Private Limited ("SFSP" or "the Company"). 4. In accordance with the provisions of Section 17 and other applicable provisions of the Companies Act, 1956, the members of the company at their Extraordinary General Meeting held on December 24, 2009, accorded their approval to amend in main objects of the company to carry the business of investment in various subsidiaries and also to invest, acquire, hold, purchase or procure equity shares, debentures, bonds, mortgages, obligations, securities of any kind issued or guaranteed by any company and provides loans and other credit facilities. In accordance with the provisions of Section 18 and other applicable provisions of the Companies Act, 2013, the members of the company at their Extraordinary General Meeting held on October 7, 2014, accorded their approval for conversion from private limited company to public limited company. The Company has since received a fresh certificate of incorporation consequent upon conversion from the Registrar of Companies, National Capital Territory of Delhi & Haryana dated February 5, 2015 in respect of the said change. Accordingly, the name of the Company was changed from Shivshakti Financial Services Private Limited to Shivshakti Financial Services Limited ("SFSL" or "the Company").

Note - 2

Basis of Preparation of Financial Statements:

The financial statements are prepared under the historical cost convention on an accrual basis in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) and Accounting Standards (AS) under Section 133 of the Companies Act, 2013 ("the Act") read with Rule 7 of the Companies (Accounts) Rules, 2014, as amended. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

Note - 3

Significant Accounting Policies:

a) Prudential Norms:

The Company follows the Reserve Bank of India ("RBI") directions in respect of "Systemically Important Non-Banking financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2015 ("RBI Directions, 2015"), dated March 27, 2015 in respect of income recognition, income from investments, accounting of investments, asset classification, disclosures in the balance sheet and provisioning. Accounting Standards (AS) and Guidance Notes issued by The Institute of Chartered Accountants of India ("ICAI") are followed insofar as they are not inconsistent with the RBI Directions, 2007.

b) Use of Estimates:

The preparation of financial statements in conformity with the Generally Accepted Accounting Principles requires estimates and assumptions to be made by management that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual result and estimates are recognised in the period in which the results are known / materialised.

c) Revenue Recognition:

- Interest Income from financing activities and others is recognised on an accrual basis.
- Dividend Income on units of Mutual Fund is recognized when the right to receive dividend is unconditionally established and any gains/losses are recognized on the date of redemption.
- Transactions in respect of Investment / Dealing in Securities are recognised on trade dates.
- Income from interest from fixed deposits is recognized on accrual basis.

d) Fixed Assets:

(i) Tangible Assets:

Tangible fixed assets are stated at cost, net of tax / duty credits availed, if any, less accumulated depreciation / impairment losses, if any. Cost includes original cost of acquisition, including incidental expenses related to such acquisition and installation and any attributable cost of bringing the asset to its working condition for its intended use.

(ii) Intangible Assets:

Intangible assets are stated at cost, net of tax / duty credits availed, if any, less accumulated amortisation / impairment losses, if any. Cost includes original cost of acquisition, including incidental expenses related to such acquisition.

e) Depreciation / Amortisation:

Depreciation on tangible fixed assets is provided on straight-line method at the rates specified in Schedule II to the Companies Act, 2013. Depreciation on additions to fixed assets is provided on pro-rata basis from the date the asset is put to use. Depreciation on sale / deduction from fixed assets is provided for up to the date of sale / deduction / scrapping, as the case may be. Assets taken on finance lease are depreciated over the tenure of the lease. Assets costing Rs. 5,000 or less per item are fully depreciated in the year of purchase.

f) Impairment of Assets:

The Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. Recoverable amount is higher of an asset's net selling price and its value in use. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the Profit and Loss Account. If at the Balance Sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount.

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Notes to financial statements for the year ended March 31, 2014

g) Investments:

Investments are classified as long term and current investments. Long term investments are carried at cost less provision if any for any diminution other than temporary in their value. Current investments are valued at lower of cost and fair value.

h) Taxes on Income:

Current tax is determined as the tax payable in respect of taxable income for the year and is computed in accordance with relevant tax regulations.

Deferred tax resulting from timing differences between book and tax profits is accounted for at the current rate of tax / substantively enacted tax rates at the Balance Sheet Date, as applicable, to the extent that the timing differences are expected to crystallise.

Deferred Tax Assets are recognised where realisation is reasonably certain whereas in case of carried forward losses or unabsorbed depreciation, deferred tax assets are recognised only if there is a virtual certainty of realisation backed by convincing evidence. Deferred Tax Assets are reviewed for the appropriateness of their respective carrying values at each Balance Sheet date.

i) Borrowing Costs:

Borrowing costs that are attributable to the acquisition, construction or production of qualifying assets are capitalized as part of cost of such assets. All other borrowing costs are charged to statement of Profit and Loss.

j) Preliminary Expenses:

Preliminary expenses are adjusted against Securities Premium account net of tax to the extent available, and the balance, if any, is charged off to the profit and loss account, as incurred.

k) Provisions, Contingent Liabilities and Contingent Assets:

Provisions are recognised only when there is a present obligation as a result of past events and when a reliable estimate of the amount of obligation can be made. Contingent liability is disclosed for (1) Possible obligations which will be confirmed only by future events not wholly within the control of the Company or (2) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made. Contingent Assets are not recognised in the financial statements since this may result in the recognition of income that may never be realised.

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Notes to financial statements for the year ended March 31, 2015

Note - 4

Share Capital:

	As at March 31, 2015		As at March 31, 2014	
	No. of Shares	Amount (Rs.)	No. of Shares	Amount (Rs.)
Authorised				
Equity Shares of face value of Rs. 10 each	2,316,600	23,166,000	2,316,600	23,166,000
Compulsorily Convertible Preference Shares of face value of Rs. 10 each	7,683,400	76,834,000	7,683,400	76,834,000
		100,000,000		100,000,000
Issued, Subscribed And Paid Up				
Equity Shares of face value of Rs. 10 each fully paid up	2,316,600	23,166,000	2,316,600	23,166,000
As Per Balance Sheet		23,166,000		23,166,000

a. Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

Equity shares

	As at March 31, 2015		As at March 31, 2014	
	No. of Shares	Amount (Rs.)	No. of Shares	Amount (Rs.)
Opening balance at the beginning of the year	2,316,600	23,166,000	1,516,600	15,166,000
Add: Issued during the period:	-	-	800,000	8,000,000
Outstanding at the end of the year	2,316,600	23,166,000	2,316,600	23,166,000

Compulsorily Convertible Preference Shares

	As at March 31, 2015		As at March 31, 2014	
	No. of Shares	Amount (Rs.)	No. of Shares	Amount (Rs.)
Opening balance at the beginning of the year	-	-	4,000,000	40,000,000
Add: Issued during the year:	-	-	1,000,000	10,000,000
Less: Converted/Redeemed during the year:	-	-	5,000,000	50,000,000
Outstanding at the end of the year	-	-	5,000,000	50,000,000

b. Terms/rights attached to equity shares / preference shares

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

The company has only one class of preference shares having a par value of Rs. 10 per share. These can be converted in equity shares at any time up to 5 years from date of issuance. These shares carry 10% as dividend percentage which is to be paid as and when declare and approve by Board of Directors.

c. Shares held by Shareholders holding more than 5% shares:

No. of Shareholders	As at March 31, 2015		As at March 31, 2014	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Equity Shares of face value of Rs. 10 each fully paid up	2,316,600	100%	2,316,600	100%
The entire share capital is held by One shareholder (The Holding Company including its nominees)				

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

d) Employee Stock Option Schemes: (Refer Note 28)

Note - 5

Reserves And Surplus:

	As at March 31, 2015 Amount (Rs.)	As at March 31, 2014 Amount (Rs.)
Securities Premium Account		
Balance as at the beginning of the year	792,000,000	3,960,000,000
Add : Additions during the year	-	990,000,000
Less : Utilised during the year	792,000,000	4,950,000,000
	792,000,000	4,158,000,000
Capital Redemption Reserve		
Balance as per last Balance Sheet	10,000,000	-
Add: Amount Transferred during the year	-	10,000,000
	10,000,000	10,000,000
Reserve Fund (U/s 45-IC of RBI Act, 1934)		
Balance as per last Balance Sheet	18,631,414	16,805,598
Add: Amount Transferred during the year	871,684	1,825,816
	19,503,098	18,631,414
Surplus/(deficit) in the statement of profit and loss		
Balance as per last financial statements	57,062,907	59,759,645
Less: Adjustments on account of opening depreciation	(73,643)	-
due to change in useful lives of Fixed Assets		
Add: Profit / (Loss) for the year	4,358,422	9,129,078
Amount available for appropriation (A)	61,347,686	68,888,723
Appropriations:		
Amount transferred during the year to Reserve Fund (U/s 45-IC of the RBI Act,1934) (B) ⁽¹⁾	871,684	1,825,816
Transfer to Capital Redemption Reserve	-	10,000,000
Balance of Profit carried forward (A)-(B)	60,476,002	57,062,907
As Per Balance Sheet	881,979,100	877,694,321

(1) In terms of Section 45-IC of the R.B.I. Act, 1934, the Company is required to transfer at least 20% of its Net Profits to a reserve before any dividend is declared. As at the year end, the Company has transferred an amount of Rs. 871,684 (Previous year Rs. 1,825,816) to the Reserve Fund.

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Note - 6
Long-Term Provisions

	As at March 31, 2015 Amount (Rs.)	As at March 31, 2014 Amount (Rs.)
Provision for Loan Assets	2,997,186	3,072,134
Contingent Provisions against Standard Assets	644,750	744,232
Provision for Contingencies	-	155,541
Provision for Gratuity (Refer Note : 23)	467,891	155,161
Provision for Compensated Absences (Refer Note : 23)	120,137	110,267
As Per Balance Sheet	4,229,964	4,237,335

Note - 7
Other Current Liabilities

	As at March 31, 2015 Amount (Rs.)	As at March 31, 2014 Amount (Rs.)
Statutory liabilities	176,886	4,920
Other payable (Refer Note : 24)	64,200	51,241
As Per Balance Sheet	241,086	56,161

Note - 8
Short-Term Provisions

	As at March 31, 2015 Amount (Rs.)	As at March 31, 2014 Amount (Rs.)
Provision for Gratuity (Refer Note : 23)	16,074	3,585
Provision for Compensated Absences (Refer Note : 23)	3,961	3,660
Provision for Loan Assets	5,404,053	4,941,761
Contingent Provisions against Standard Assets	1,162,512	1,197,154
Provision for taxation	5,629,797	4,955,983
[Net of advance tax of Rs. 12,479,403 (Previous year Rs. Nil)]		
As Per Balance Sheet	12,216,397	11,102,143

Note - 9
Tangible Assets

Particulars	Computers	Office Equipment	Total
Opening balance as at April 1, 2013	303,787	343,392	647,179
Additions during the year	-	-	-
Adjustments/Sales during the year	-	-	-
As at March 31, 2014	303,787	343,392	647,179
Additions during the year	-	-	-
Adjustments/Sales during the year	-	-	-
As at March 31, 2015	303,787	343,392	647,179
Depreciation			
Opening balance as at April 1, 2013	113,932	19,499	133,431
Charge for the year	49,244	16,013	65,257
Adjustments/Sales during the year	-	-	-
As at March 31, 2014	163,176	35,512	198,688
Charge for the year	38,016	98,748	136,764
Special Depreciation	73,643	-	73,643
Adjustments/Sales during the year	-	-	-
As at March 31, 2015	274,835	134,260	409,095
Net block			
As at March 31, 2014	140,611	307,880	448,491
As at March 31, 2015	28,952	209,132	238,084

In accordance with the requirements of Schedule II of the Companies Act, 2013, the Company has re-assessed the useful lives and residual values of its fixed assets and an amount of Rs.73,643 has been adjusted from opening balance of retained earnings in respect of assets whose remaining useful life is NIL as at April 1, 2014 and an amount of Rs. 107,251 has been charged to the Statement of Profit and Loss representing the additional depreciation on the carrying value of its assets as at April 1, 2014 due to change in useful lives of the assets.

Note - 10
Deferred Tax Assets (Net):

	As at March 31, 2015 Amount (Rs.)	As at March 31, 2014 Amount (Rs.)
Deferred Tax Assets		
Contingent Provisions against Standard Assets		
Arising on account of temporary differences due to:	3,469,869	3,436,668
- Disallowance under Section 40A(7) of the Income-Tax Act, 1961	164,500	53,958
- Disallowance under Section 43B of the Income Tax Act, 1961	42,181	38,724
Deferred Tax Liabilities		
On account of fixed assets	5,093	58,168
Deferred Tax Assets (Net)	3,671,457	3,471,182

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Notes to financial statements for the year ended March 31, 2015

Note - 11

Long term loans and advances:

	As at March 31, 2015 Amount (Rs.)	As at March 31, 2014 Amount (Rs.)
Loans and other credit facilities		
(a) Secured Loans (Refer Note 28)		
- Considered Good	-	-
(b) Unsecured Loans (Refer Note 28)		
- Considered Good	257,900,000	299,248,194
	<u>257,900,000</u>	<u>299,248,194</u>
As Per Balance Sheet	<u><u>257,900,000</u></u>	<u><u>299,248,194</u></u>

Note - 12

Cash and Cash Equivalents

	As at March 31, 2015 Amount (Rs.)	As at March 31, 2014 Amount (Rs.)
(a) Balance with banks		
In Current accounts	31,943,666	5,383,832
(b) Cash on hand	29,865	3,101
	<u>31,973,531</u>	<u>5,386,933</u>
As Per Balance Sheet	<u><u>31,973,531</u></u>	<u><u>5,386,933</u></u>

Note - 13

Short-Term Loans And Advances:

	As at March 31, 2015 Amount (Rs.)	As at March 31, 2014 Amount (Rs.)
(a) Loans and Other Credit Facilities		
(a) Secured Loans (Refer Note 28)		
- Considered Good	-	-
(b) Unsecured Loans (Refer Note 28)		
- Considered Good	465,004,691	478,861,535
	<u>465,004,691</u>	<u>478,861,535</u>
(b) Others		
(i) Security deposits		
Unsecured, considered good	66,000	82,000
	<u>66,000</u>	<u>82,000</u>
(ii) Advances recoverable in cash or in kind or for value to be received		
Unsecured, considered good	17,586,795	17,604,457
	<u>17,586,795</u>	<u>17,604,457</u>
(c) Advance income tax/tax deducted at source		
(Net of Provision for taxation Rs. Nil (Previous year Rs. 347,938))	47,452,121	46,830,507
	<u>47,452,121</u>	<u>46,830,507</u>
As Per Balance Sheet	<u><u>530,109,607</u></u>	<u><u>543,378,499</u></u>

Note - 14

Other current assets:

	As at March 31, 2015 Amount (Rs.)	As at March 31, 2014 Amount (Rs.)
Income accrued		
Interest accrued on Loans	97,939,868	64,322,661
As Per Balance Sheet	<u><u>97,939,868</u></u>	<u><u>64,322,661</u></u>

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Notes to financial statements for the year ended March 31, 2015

	For the Year ended March 31, 2015 Amount (Rs.)	For the Year ended March 31, 2014 Amount (Rs.)
Note - 15		
Revenue From Operations		
Interest from Financing Activities	58,536,957	289,874,438
As Per Statement of Profit and Loss	58,536,957	289,874,438
Note - 16		
Other Income		
Dividend income on current investments	3,282,086	4,872,742
Interest on Fixed Deposit Gross	-	5,406,015
Miscellaneous Income	1,055	333,371
As Per Statement of Profit and Loss	3,283,141	10,612,128
Note - 17		
Employee Benefits Expense:		
Salaries	3,752,055	13,326,230
Staff Welfare Expenses	3,400	18,929
Contribution to Provident Fund and Other Funds	1,020	1,060
Provision for Gratuity and Compensated Absences (Refer Note: 23)	335,390	272,673
As Per Statement of Profit and Loss	4,091,865	13,618,892
Note - 18		
Interest And Finance Cost		
Bank Charges	37,969	8,600
Interest on Loans	-	111,546,820
Per Statement of Profit and Loss	37,969	111,555,420
Note - 19		
Other Expenses		
Lease Rent	406,920	422,292
Rates & Taxes	9,788	14,570
Communication Expenses	5,741	198,052
Professional Charges	1,655,765	1,051,708
Office Maintenance	24,844	123,438
Printing and stationery	2,478	3,248
Stamp Paper Expenses	-	115,702
Donation	1,070,000	-
Auditors' Remuneration - Audit fees (Excluding Service Tax)	25,000	25,000
Conveyance Expenses	9,140	94,233
Electricity Expenses	10,230	83,310
Contingent Provisions	49,300,000	132,250,000
Miscellaneous Expenses	5,446	17,621
As Per Statement of Profit and Loss	52,525,352	134,399,174

Shivshakti Financial Services Limited
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Notes to financial statements for the year ended March 31, 2015

Note - 20

Segment Reporting:

The Company operates in one reportable business segment namely – Finance and Investing related activities (as per object) and one reportable geographical segment, i.e. "within India". Hence, no separate information for segment wise disclosure is required Primary segment information (by business segments).

Note - 21

Related Party Disclosures:

Disclosures in respect of AS - 18 'Related Party Disclosures' as specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, as amended:

(a) Details of related parties:

Description of relationship	Names of related parties
Ultimate Holding Company	Indiabulls Ventures Limited (formerly known as Indiabulls Securities Limited)
Holding Company	Indiabulls Distribution Services Limited
- Fellow Subsidiary Companies (including step down subsidiaries)	Pushpanjli Finsolutions Limited (formerly known as Pushpanjli Finsolutions Private Limited)
	Astilbe Builders Limited (formerly known as Astilbe Builders Private Limited)
	Astraea Constructions Limited (formerly known as Astraea Constructions Private Limited)
	Silenus Buildtech Limited (formerly known as Silenus Buildtech Private Limited)
	Arbutus Constructions Limited (formerly known as Arbutus Constructions Private Limited)
	Gyansagar Buildtech Limited (formerly known as Gyansagar Buildtech Private Limited)
	Pushpanjli Fincon Limited (formerly known as Pushpanjli Fincon Private Limited)
	India Land And Properties Limited (w.e.f. November 18, 2014)
	Auxesia Soft Solutions Limited
	Indiabulls Commodities Limited
	Devata Tradelink Limited
	Positive Housing Private Limited (w.e.f. February 04, 2015)
	Indiabulls Brokerage Limited
	India Ethanol and Sugar Limited
Key Management Personnel	Mr. Ravinder kumar, Director Mr. Joginder Singh, Director Mr. Vijay Babbar, Director Mr. Sanjeev Kasyap, Director Mr. Rajiv Rattan , Individual exercising significant influence (upto July 9, 2014) Mr. Sameer Gehlaut , Individual exercising significant influence Mr. Saurabh Mittal , Individual exercising significant influence (upto July 9, 2014) Mr. Divyesh B Shah, Chief Executive Officer and Whole Time Director of Indiabulls Ventures Limited

(b) Significant Transactions with Related Parties during the year ended March 31, 2015: (Amount in Rs.)

Nature of Transaction	Holding Company	Fellow Subsidiaries	Key Management Personnel	Total
Share Capital				
Issue of Preference Share Capital	-	-	-	-
	-	1,000,000,000	-	1,000,000,000
Redemption of Preference Share Capital	-	-	-	-
	330,000,000	4,670,000,000	-	5,000,000,000
Finance				
Inter Corporate Deposit Taken (Maximum Balance Outstanding during the year)	-	3,615,075,000	-	3,615,075,000
Interest expense on Inter Corporate Deposit	-	-	-	-
	-	111,546,820	-	111,546,820
Inter Corporate Deposit Given (Maximum Balance Outstanding during the year)	-	232,936,000	-	232,936,000
Interest income on Inter Corporate Deposit	-	246,000,000	-	246,000,000
	-	17,000,739	-	17,000,739
	-	6,872,460	-	6,872,460
Expenses				
Consultancy Fees Paid	-	1,250,000	-	1,250,000
Salary Paid	-	-	993,000	993,000
	-	-	912,000	912,000

Note: Figures in italic relates to the previous year

(c) Statement of Material Transactions:

Particulars	(Amount in Rs.)	
	For the year ended March 31, 2015	For the year ended March 31, 2014
Share Capital		
Issue of Preference Shares		
- Pushpanjli Finsolutions Limited	-	1,000,000,000
Redemption/Conversion of Preference Shares		
- Pushpanjli Fincon Limited	-	2,000,000,000
- Pushpanjli Finsolutions Limited	-	2,870,000,000
- Indiabulls Distribution Services Limited	-	330,000,000
Finance		
Inter corporate deposit taken		
- Pushpanjli Fincon Limited	-	3,615,075,000
Inter corporate deposit given		
- Pushpanjli Finsolutions Limited	-	20,000,000
- Pushpanjli Fincon Limited	81,936,000	70,000,000
- Gyansagar Buildtech Limited	129,500,000	129,500,000
- Arbutus Constructions Limited	21,500,000	26,500,000
Interest Expenses		
- Pushpanjli Fincon Private Limited	-	111,546,820
Interest Income		
- Pushpanjli Finsolutions Limited	-	573,370
- Pushpanjli Fincon Limited	20,203	2,620,011
- Gyansagar Buildtech Limited	15,437,196	2,665,973
- Arbutus Constructions Limited	1,543,340	1,013,106
Expenses		
Consultancy Fees Paid		
- Astilbe Builders Limited	250,000	-
- Silenus Buildtech Limited	150,000	-
- Astraea Constructions Limited	850,000	-
Remuneration		
- Joginder Singh	496,500	456,000
- Ravinder	496,500	456,000

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Notes to financial statements for the year ended March 31, 2015

Note - 21: (Continued)

(d) Outstanding at Year ended March 31, 2015:

Nature of Transaction	Fellow Subsidiaries	Total
	Amount (Rs.)	Amount (Rs.)
Inter corporate deposit given	208,336,000	208,336,000
	151,000,000	151,000,000

(Previous year's figures are stated in Italics)

In accordance with AS 18, disclosures in respect of transactions with identified related parties are given only for such period during which such relationships existed. Related Party relationships are given above as identified by the Company and relied upon by the Auditors.

Note - 22

Earnings per share:

The basic earnings per share is computed by dividing the net profit attributable to equity shareholders for the year by the weighted average number of equity shares outstanding during the reporting year. Diluted earnings per share are computed using the weighted average number of equity shares and also the weighted average number of equity shares that could have been issued on the conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable, had the shares been actually issued at fair value.

Dilutive potential equity shares are deemed converted as of the beginning of the year, unless they have been issued at a later date. The number of equity shares and potential diluted equity shares are adjusted for stock split, bonus shares and the potential dilutive effect of employee stock option plan as appropriate.

Particulars	Year Ended	Year Ended
	March 31, 2015	March 31, 2014
Net Profit(Loss) available for Equity Shareholders (Rs.)	4,358,422	9,129,078
Weighted average number of Equity Shares used for computing Basic earnings per share	2,316,600	2,123,723
Weighted average number of Equity Shares used for computing Diluted earnings per share	2,316,600	2,123,723
Face/Nominal Value of Equity Shares - (Rs.)	10.00	10.00
Earnings Per Share - Basic (Rs.)	1.88	4.30
Earnings Per Share - Diluted (Rs.)	1.88	4.30

Note - 23

Employee benefits:

Provision for Gratuity and Compensated Absences for all employees is based upon actuarial valuation done at the end of every financial year/period. Major drivers in actuarial assumptions, typically, are years of service and employee compensation. After the issuance of the Accounting Standard 15 (Revised) on 'Employee Benefits', commitments are actuarially determined using the 'Projected Unit Credit' method. Gains and losses on changes in actuarial assumptions are accounted for in the Statement of Profit and Loss.

Disclosure in respect of Gratuity and Compensated Absences:

Particulars	(Amount in Rs.)			
	Gratuity (unfunded) March 31, 2015	Gratuity (unfunded) March 31, 2014	Compensated absences (unfunded) March 31, 2015	Compensated absences (unfunded) March 31, 2014
Reconciliation of liability recognized in the Balance sheet:				
Present value of commitments (as per actuarial valuation)	483,965	158,746	124,098	113,927
Fair value of plans	-	-	-	-
Net liability in the Balance sheet (Actuals)	483,965	158,746	124,098	113,927
Movement in net liability recognized in the Balance sheet:				
Net liability as at beginning of the year	158,746	-	113,927	-
Net expense/(gain) recognized in the Profit and Loss account	325,219	158,746	10,171	113,927
Benefits paid during the year	-	-	-	-
Contribution during the year	-	-	-	-
Net liability as at end of the year	483,965	158,746	124,098	113,927
Expense recognized in the Profit and Loss account:				
Current service cost	56,986	-	17,255	-
Interest cost	13,493	-	9,684	-
Expected return on plan assets	-	-	-	-
Actuarial (gains)/ losses	254,740	158,746	(16,768)	113,927
Expense/(income) charged to the Profit and Loss account	325,219	158,746	10,171	113,927
Return on plan assets:				
Expected return on plan assets	-	-	-	-
Actuarial (gains)/ losses	-	-	-	-
Actual return on plan assets	-	-	-	-
Reconciliation of defined-benefit commitments:				
As at beginning of the year	158,746	-	113,927	-
Current service cost	56,986	-	17,255	-
Interest cost	13,493	-	9,684	-
Paid benefits	-	-	-	-
Actuarial (gains)/ losses	254,740	158,746	(16,768)	113,927
Commitments as at end of the year	483,965	158,746	124,098	113,927
Reconciliation of plan assets:				
Plan assets as at beginning of the year	-	-	-	-
Expected return on plan assets	-	-	-	-
Contributions during the year	-	-	-	-
Paid benefits	-	-	-	-
Actuarial (gains)/ losses	-	-	-	-
Plan assets as at end of the year	-	-	-	-

The actuarial calculations used to estimate commitments and expenses in respect of Gratuity and Compensated Absences are based on the following assumptions which if changed, would affect the commitment's size, funding requirements and expense.

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Discount rate - Gratuity and Compensated	8.25%	8.50%
Expected return on plan assets	-	-
Expected rate of salary increase	5.00%	5.00%
Mortality table	IALM (2006-08)	IALM (2006-08)

	(Amount in Rs.)	
	Gratuity (Unfunded) 2014-15	Gratuity (Unfunded) 2013-14
Experience adjustment:		
On plan liabilities (Gain)	-	-
On plan assets (Gain/ (Loss))	-	-
Present value of benefit obligation	483,965	158,746
Fair value of plan assets	-	-
Excess of (obligation over plan assets) / plan assets over obligation	483,965	158,746
	Compensated Absences (Unfunded) 2014-15	Compensated Absences (Unfunded) 2013-14
Experience adjustment:		
On plan liabilities (Gain)	-	-
On plan assets (Gain/ (Loss))	-	-
Present value of benefit obligation	124,098	113,927
Fair value of plan assets	-	-
Excess of (obligation over plan assets) / plan assets over obligation	124,098	113,927

The employer best estimate of contributions expected to be paid during the annual period beginning after the Balance Sheet date, towards Gratuity and Compensated Absences is Rs. 133,304 (Previous year Rs. 82,164) and Rs. 30,217 (Previous year Rs. 34,610) respectively.

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Note - 24

Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006:

Particulars	As at March 31, 2015 Amount (Rs.)	As at March 31, 2014 Amount (Rs.)
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	Nil	Nil
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	Nil	Nil
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	Nil	Nil
(iv) The amount of interest due and payable for the year	Nil	Nil
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	Nil	Nil
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	Nil	Nil

The above information and that given in Note No. 7 - "Other Current Liabilities" regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the auditors.

Note - 25

The Company has taken office premises on operating lease at various locations and lease rent amounting to Rs. 406,920 (Previous Year Rs. 422,282) in respect of the same have been charged to Statement of Profit and Loss. The agreements have been executed for a period ranging from 11 months to 3 years with a renewable clause and also provide for termination at will by either party giving a prior notice period of 30 to 90 days. The minimum lease rental outstanding as at March 31, 2015 are as under:

	As at March 31, 2014 Amount (Rs.)	As at March 31, 2014 Amount (Rs.)
Within one year	394,815	354,279
One to Five years	--	351,384
More than Five years	--	--

Note - 26

(a) Secured Loans given to customers amounting to Rs. Nil (Previous Year Rs. Nil) are secured against securities both tradable and listed and mortgage of properties.
(b) Unsecured Loans comprise of Business Loans given to customers aggregating to Rs. 722,904,691 (Previous Year Rs. 778,109,729).
(d) In terms of RBI's Notification No. RBI/2010-11/370 DNBS.PD.CC.No.207/03.02.002/2010-11 dated January 17, 2011, every non Banking Financial Company is required to make an additional provision on Standard assets at 0.25 percent of the outstanding standard assets. Accordingly, the company has recognised Contingent Provisions against Standard Assets of Rs. 1,807,262 (Previous Year Rs. 1,941,496) as at the year end.

Note - 27

Schedule in terms of Paragraph 13 of the Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 as at March 31, 2015:

Particulars	(Amount in Rs.)		
	Amount Outstanding	Amount Overdue	
Liabilities side :			
(1) Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid:			
(a) Debentures : Secured	NIL	NIL	
: Unsecured	NIL	NIL	
(other than falling within the meaning of public deposits)			
(b) Deferred Credits	NIL	NIL	
(c) Term Loans	NIL	NIL	
(d) Inter-corporate loans and borrowing	NIL	NIL	
(e) Commercial Paper	NIL	NIL	
(f) Other Loans - (specify nature)	NIL	NIL	
Assets side :			
(2) Break-up of Loans and Advances including bills receivables [other than those included in (4) below]:			
(a) Secured (net of provisions)	NIL		
(b) Unsecured (net of provisions)	722,904,691		
(3) Break up of Leased Assets and stock on hire and other assets counting towards AFC activities			
(i) Lease assets including lease rentals under sundry debtors			
(a) Financial lease	NIL		
(b) Operating lease	NIL		
(ii) Stock on hire including hire charges under sundry debtors			
(a) Assets on hire	NIL		
(b) Repossessed Assets	NIL		
(iii) Other loans counting towards AFC activities			
(a) Loans where assets have been repossessed	NIL		
(b) Loans other than (a) above	NIL		
(4) Break-up of Investments :			
Current Investments :			
1. Quoted :			
(i) Shares : (a) Equity	NIL		
(b) Preference	NIL		
(ii) Debentures and Bonds	NIL		
(iii) Units of mutual funds	NIL		
(iv) Government Securities	NIL		
(v) Others (please specify)	NIL		
2. Unquoted :			
(i) Shares : (a) Equity	NIL		
(b) Preference	NIL		
(ii) Debentures and Bonds	NIL		
(iii) Units of mutual funds	NIL		
(iv) Government Securities	NIL		
(v) Others (please specify)	NIL		
Long Term investments :			
1. Quoted :			
(i) Shares : (a) Equity	NIL		
(b) Preference	NIL		
(ii) Debentures and Bonds	NIL		
(iii) Units of mutual funds	NIL		
(iv) Government Securities	NIL		
(v) Others (please specify)	NIL		
2. Unquoted :			
(i) Shares : (a) Equity	NIL		
(b) Preference	NIL		
(ii) Debentures and Bonds	NIL		
(iii) Units of mutual funds	NIL		
(iv) Government Securities	NIL		
(v) Others (please specify)	NIL		
(5) Borrower group-wise classification of all assets financed as in (2) and (3) above:			
Category	Amount net of provisions (Rs.)		
1. Related Parties	Secured	Unsecured	Total
(a) Subsidiaries	-	-	-
(b) Companies in the same group	NIL	126,400,000	126,400,000
(c) Other related parties	-	-	-
2. Other than related parties	NIL	596,504,691	596,504,691
Total	-	722,904,691	722,904,691

Note - 27: (Continued)

(6) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted):

Category	Market Value/ Break up Value or Fair Value or NAV (Rs.)	Book Value (Net of Provision) (Rs.)
1. Related Parties		
(a) Subsidiaries	--	--
(b) Companies in the same group	--	--
(c) Other related parties	--	--
2. Other than related parties	--	--
Total	--	--

(7) Other Information:

Particulars	Amount (Rs.)
(I) Gross Non-Performing Assets	
(a) Related parties	-
(b) Other than related parties	-
(II) Net Non-Performing Assets	
(a) Related parties	-
(b) Other than related parties	-
(III) Assets acquired in satisfaction of debt	-

Disclosures in terms of Paragraph 10 Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007, as amended up to June 30, 2010 vide circular no. DNBS (PD) CC No. 178/03.02.001/ 2010-11:

(i) Disclosure for Capital to Risk Assets Ratio (CRAR):-

Items	As at	
	March 31, 2015	March 31, 2014
(i) CRAR (%)	108.70%	105.44%
(ii) CRAR - Tier I Capital (%)	107.48%	104.28%
(iii) CRAR - Tier II Capital (%)	1.22%	1.18%

(ii) Exposure to Real Estate Sector:-

Category	Amount (Rs. in Crores)	
	As at March 31, 2015	As at March 31, 2014
Direct Exposure		
(i) Residential Mortgages -		
Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented	--	--
(ii) Commercial Real Estate -		
Lending secured by mortgages on commercial real estates (office buildings, retail space, multipurpose commercial premises, multi-family residential buildings, multi-tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction, etc.). Exposure would also include non-fund based (NFB) limits:	--	--
(iii) Investments in Mortgage Backed Securities (MBS) and other securitised exposures -		
a. Residential	--	--
b. Commercial Real Estate	--	--
Indirect Exposure		
Fund based and non-fund based exposures on National Housing Bank (NHB) and Housing Finance Companies (HFCs).	--	--

Note: In computing the above information certain estimates, assumptions and adjustments have been made by the Management for its regulatory submission which have been relied upon by the Auditors.

(iii) Maturity pattern of certain items of assets and liabilities as at March 31, 2015:

	Amount (Rs. in Crores)								
	1 day to 30/31 days (one month)	Over one month to 2 months	Over 2 months to 3 months	Over 3 to 6 months	Over 6 months to 1 year	Over 1 to 3 yrs	Over 3 to 5 yrs	Over 5 years	Total
Liabilities									
Borrowing from banks	-	-	-	-	-	-	-	-	-
Market borrowings	-	-	-	-	-	-	-	-	-
Assets									
Advances	0.06	0.06	0.07	0.15	51.12	20.84	-	-	72.30
Investments	0.05	0.06	0.08	0.19	47.51	29.92	-	-	77.81
	-	-	-	-	-	-	-	-	-

Note: In computing the above information certain estimates, assumptions and adjustments have been made by the Management for its regulatory submission which have been relied upon by the Auditors.

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Note - 28

Employee Stock Option Scheme of Indiabulls Ventures Limited (Formerly known as Indiabulls Securities Limited) ('IVL'):

Employees Stock Option Scheme - 2008

Pursuant to approval of the shareholders of IVL on January 19, 2009 IVL has cancelled and withdrawn the existing "Employee Stock Option Scheme - 2007", covering 15,000,000 stock option and establish a new Employee Stock Option Scheme titled "Employee Stock Option Scheme - 2008" in accordance with the provisions of the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 ("SEBI Guidelines"). Under the Scheme, IVL was authorised to grant 20,000,000 equity settled options to eligible employees including its directors (other than promoter directors) and employees of its subsidiary companies including their directors. All options under the Scheme are exercisable for equity shares of IVL. Employees of IVL and its subsidiaries covered by the scheme were granted an option to purchase shares of IVL subject to the requirements of vesting.

A Compensation Committee constituted by the Board of Directors of IVL administered the plan. The Compensation Committee at its meeting held on January 24, 2009, has granted, under the "Indiabulls Securities Limited Employees Stock Option Scheme - 2008" ("IBSL ESOP - 2008"), 20,000,000 Stock Options representing an equal number of equity shares of face value Rs 2 each in the Company, to the Eligible Employees, at an exercise price of Rs 17.40, being the latest available closing market price on the National Stock Exchange of India Ltd, as on January 23, 2009 following the intrinsic method of accounting as is prescribed in the Guidance Note issued by the Institute of Chartered Accountants of India on Accounting for Employees Share based Payments ("the Guidelines"). As the options have been granted at intrinsic value, there is no employee stock compensation expense on account of the same. The Stock Options so granted, shall vest in the eligible employees over a period of 10 years beginning from January 25, 2010 being the first vesting date. The options granted under each of the slabs, can be exercised by the grantees within a period of five years from the relevant vesting date.

Particulars	IBSL ESOP - 2008
(1) Exercise price	Rs. 17.40
(2) Expected volatility	79%
(3) Expected forfeiture percentage on each vesting date	Nil
(4) Option Life (Weighted Average)	11 Years
(5) Expected Dividends yield	22.99%
(6) Risk Free Interest rate	6.50%
The fair value of the options under the plans using the Black-Scholes model based on the above parameters:	Rs. 0.84

The expected volatility was determined based on historical volatility data.

Employees Stock Option Scheme - 2009

The Shareholders of IVL at their Annual General Meeting held on September 30, 2009 have authorised IVL to grant 20,000,000 options, representing equivalent number of Equity shares of face value Rs. 2 each in one or more tranches, pursuant to a new employee stock option scheme titled as "Indiabulls Securities Limited Employees Stock Option Scheme - 2009" ("IBSL ESOP - 2009"). The options covered under the Scheme would be granted, at market price on the day of prior to the date of grant and on such terms and conditions as may be decided by the Board of IVL, to the eligible employees of IVL and its subsidiaries.

The Compensation Committee constituted by the Board of Directors of IVL has, at its meeting held on December 1, 2009, granted, under the "Indiabulls Securities Limited Employees Stock Option Scheme- 2009" ("IBSL ESOP - 2009") 10,000,000 Stock Options representing an equal number of equity shares of face value Rs.2 each in IVL, at an exercise price of Rs.35.25, being the latest available closing market price on the National Stock Exchange of India Ltd., as on November 30, 2009. The Stock Options so granted, shall vest uniformly within 10 years beginning from December 2, 2010 being the first vesting date. The option granted under each of the slabs, can be exercised within a period of five years from the relevant vesting date.

Further, The Compensation Committee constituted by the Board of Directors of IVL has, at its meeting held on April 12, 2010, granted, under the "Indiabulls Securities Limited Employees Stock Option Scheme- 2009" ("IBSL ESOP - 2009") 2,050,000 Stock Options representing an equal number of equity shares of face value Rs.2/- each in IVL, at an exercise price of Rs. 31.35, being the latest available closing market price on the National Stock Exchange of India Ltd., as on April 9, 2010. The Stock Options so granted, shall vest uniformly within 10 years beginning from April 13, 2011 being the first vesting date. The option granted under each of the slabs, can be exercised within a period of five years from the relevant vesting date.

Particulars	IBSL ESOP -2009	
	No. of Shares	No. of Shares
(1) Exercise price	10,000,000	2,050,000
(2) Expected volatility	Rs. 35.25	Rs. 31.35
(3) Expected forfeiture percentage on each vesting date	77%	48.96%
(4) Option Life (Weighted Average)	Nil	Nil
(5) Expected Dividends yield	10 Years	10 Years
(6) Risk Free Interest rate	13.48%	6.86%
(6) Risk Free Interest rate	7.50%	8.05%
The fair value of the options under the plans using the Black-Scholes model based on the above parameters:	Rs.6.48	Rs.9.39

The expected volatility was determined based on historical volatility data.

There is no impact on the Company's net loss after taxes and earnings per share in respect of IBSL ESOS 2008 and IBSL ESOS 2009, had the compensation cost for the stock options granted been determined based on the fair value approach.

The other disclosures in respect of the above Schemes are as under:-

Total Options under the Scheme	IBSL ESOP - 2008		IBSL ESOP - 2009	
Options granted (Nos.)	20,000,000		20,000,000	2,050,000
Vesting Period and Percentage	20,000,000		10,000,000	2,050,000
	Ten years, 1st Year - 15% , 2nd year to 9th year - 10% each year, 10th year - 5%			Uniformly over a period of Ten years
Vesting Date	January 25th each year, commencing January 25, 2010		December 2 nd each year, commencing December 2, 2010	April 13 th each year, commencing April 13th , 2011
Exercise Price (Rs.)	17.40		35.25	31.35
Outstanding at the beginning of the year (Nos.)	9,935,525		--	500,000
Options vested during the year (Nos.)#	1,003,708		--	50,000
Expired during the year (Nos.)	2,840,571		--	--
Surrendered and eligible for re-grant (Nos.)	406,800		--	--
Outstanding at the end of the year (Nos.)	474,750		--	--
Exercisable at the end of the year (Nos.)	6,213,404		--	500,000
Remaining contractual Life (Weighted Months)	2,700,429		--	150,000
#Net of options surrendered before vesting	49		--	78

Shivshakti Financial Services Limited
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Notes to financial statements for the year ended March 31, 2015

Note - 29

During the year, the Company has complied with all the Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 as issued by the Reserve Bank of India vide notification dated February 22, 2007.

Note - 30

The Company has not entered into any derivative instruments during the year. There are no foreign currency exposures as at March 31, 2015 (Previous year Rs. Nil).

Note - 31

There are no borrowing costs to be capitalised as at March 31, 2015 (Previous year Rs. Nil).

Note - 32

As per the best estimate of the management, no provision is required to be made as per Accounting Standard 29 (AS 29) -- Provisions, Contingent Liabilities and Contingent Assets as specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, as amended, in respect of any present obligation as a result of a past event that could lead to a probable outflow of resources, which would be required to settle the obligation.

Note - 33

In respect of amounts as mentioned under Section 205C of the Companies Act, 1956, there were no dues required to be credited to the Investor Education and Protection Fund as at March 31, 2015.

Note - 34

Previous year's figures have been re-grouped / re-arranged wherever considered necessary to conform to current year's groupings and classifications.

In terms of our report of even date attached

For S A S & Co.
Chartered Accountants
FRN: 020025N

Somya Agrawal
Partner
Membership No. 526790
New Delhi, April 21, 2015



For and on behalf of the board of directors

Ravinder Kumar
Director

New Delhi, April 21, 2015

Joginder Singh
Director

Manish Rustagi
Company Secretary