

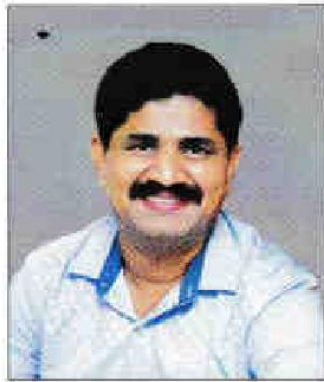


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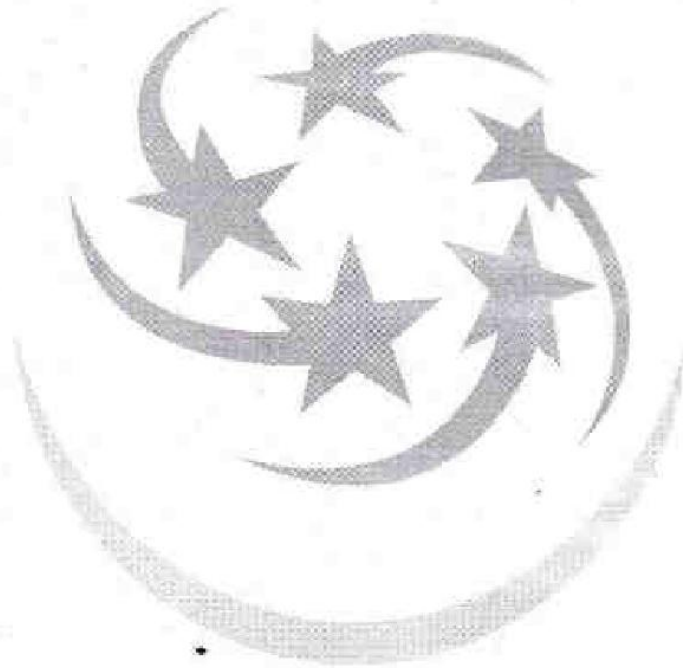


23rd ANNUAL REPORT

2018-2019



**Managing Director
Dr. Joju M.J**



23rd

**Annual report & Accounts
2018- 2019**



**jmj
Finance Ltd.**



jmj
Finance Ltd.

CIN: U65910KL1996PLC010270

Regd. Office: Door No.21/349/29, West Fort Tower, Civil Lane Road, West Fort Junction,
Poothole P.O. Thrissur, Kerala- 680004

Tel: 04872388174 Email: jmj@jmjcompany.com Website: www.jmjcompany.com

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that 23rd Annual General Meeting of the members of **JMJ FINANCE LIMITED** will be held on 30th September, 2019 (Monday) at 11:00 am at the Registered Office of the Company situated at Door No.21/349/29, West Fort Tower, Civil Lane Road, West Fort Junction, Poothole P.O. Thrissur, Kerala- 680004 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider, approve and adopt the Audited financial statements of the Company for the financial year ended **March 31, 2019** and the reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Smt. Shiny Joju (DIN: 08205263) who retires by rotation and being eligible, offers herself for re-appointment as a Director.

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Smt. Shiny Joju (DIN: 08205263) who retires by rotation at this meeting and being eligible has offered herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation".

3. To appoint a director in place of Shri. Joel Joju Madathumpady, Director (DIN: 08205250) who retires by rotation and being eligible, offers himself for re-appointment as a Director.

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Shri. Joel Joju Madathumpady, Director (DIN: 08205250), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation".

4. To consider and approve the re-appointment of current statutory auditors, M/s Ramdas & Venugopal, Chartered Accountants (FRN 010669S), Thrissur as Statutory Auditors of the Company to hold office for a period of one year until the conclusion of the 24th Annual General Meeting and to fix their remuneration and to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 139 of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014, (including any re-enactment or modification thereto), and such other applicable provisions, if any, M/s Ramdas & Venugopal, Chartered Accountants, Thrissur, with firm registration number 010669S be and are hereby re-appointed as the Statutory Auditors of the Company, at a remuneration as may be mutually agreed to, between the Board of Directors and M/s Ramdas & Venugopal, Chartered Accountants, plus applicable taxes, out-of-pocket expenses, travelling and other expenses, in connection with the work of audit to be carried out by them, to hold office of Statutory Auditor for a period of 1 year, till the conclusion of the Twenty fourth Annual General Meeting."



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SPECIAL BUSINESS

5. Regularisation of appointment of Shri. Shaji Devassykutty Thaivalappil (DIN: 08043511) as Director.

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

"RESOLVED THAT Shri. Shaji Devassykutty Thaivalappil (DIN: 08043511) who was appointed by the Board of Directors as an Additional Director of the Company with effect from 28th October 2018 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 ("Act"), and being eligible for appointment, he and is hereby regularised and appointed as a Director of the Company, liable to retire by rotation as per applicable provisions of the Act."

6. Regularisation of appointment of Shri. Nelayiparambil Rappai Roy (DIN: 08043543) as Director.

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

"RESOLVED THAT Shri. Nelayiparambil Rappai Roy (DIN: 08043543) who was appointed by the Board of Directors as an Additional Director of the Company with effect from 28th October 2018 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 ("Act"), and being eligible for appointment, he and is hereby regularised and appointed as a Director of the Company, liable to retire by rotation as per applicable provisions of the Act."

7. Appointment of Shri. Sajeeth Mohammed Salim (DIN: 02761322) as Independent Director

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules framed thereunder read with Schedule IV to the Act, including any statutory modification(s) or re-enactment(s) thereof for the time being in force and applicable RBI norms, Shri. Sajeeth Mohammed Salim (DIN: 02761322), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and being eligible for appointment, he and is hereby appointed as Non-Executive Independent Director in the Board, not liable to retire by rotation, to hold office for a term of five years from the date of this Annual General Meeting."

"RESOLVED FURTHER THAT pursuant to provisions of section 149, 197 and any other applicable provisions of the Companies Act 2013 and rules framed thereunder and applicable clauses in Articles of Association of the Company, Shri. Sajeeth Mohammed Salim (DIN: 02761322) be paid sitting fees and be reimbursed for expenses incurred by him in the course of performance of duties as an Independent Director, within the limits prescribed or as may be prescribed from time to time".



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8. Appointment of Shri. Piskala Kumareshbabu Kuppasamy (DIN: 07872758) as Independent Director.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules framed thereunder read with Schedule IV to the Act, including any statutory modification(s) or re-enactment(s) thereof for the time being in force and applicable RBI norms, Shri. Piskala Kumareshbabu Kuppasamy (DIN: 07872758) who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and being eligible for appointment, he and is hereby appointed as Non-Executive Independent Director in the Board, not liable to retire by rotation, to hold office for a term of five years from the date of this Annual General Meeting."

"RESOLVED FURTHER THAT pursuant to provisions of section 149, 197 and any other applicable provisions of the Companies Act 2013 and rules framed thereunder and applicable clauses in Articles of Association of the Company, Shri. Piskala Kumareshbabu Kuppasamy (DIN: 07872758), be paid sitting fees and be reimbursed for expenses incurred by him in the course of performance of duties as an Independent Director, within the limits prescribed or as may be prescribed from time to time".

9. Issuance of Secured Redeemable Non-convertible Debentures on private placement

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

"RESOLVED THAT in supersession to earlier resolutions passed by the members and pursuant to the provisions of Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and applicable circular/directions issued by Reserve Bank of India (RBI) from time to time and subject to the provisions of the Articles of Association of the Company, approval of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any committee thereof which the Board may have constituted / reconstituted or hereinafter constitute / reconstitute to exercise its powers including the powers conferred by this resolution) to offer or invite subscriptions for Secured Redeemable Non-Convertible Debentures (NCD), in one or more series or tranches, of aggregate amount not exceeding Rs.15,00,00,000/- (Rupees Fifteen Crore only) on private placement, from such persons, with the consent being valid for a period one year from the date hereof, on such terms and conditions as the Board of Directors of the Company may, from time to time, determine and consider proper and beneficial to the Company, subject to applicable laws, rules and directions issued by Government, in this regard;

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board) be and is hereby authorised to create charge (in addition to any other hypothecation, pledge, lien, mortgage, charges created / to be created by the Company), in such form and manner and with such ranking and at such time and on such terms as the Board may determine, on the moveable/immovable properties, tangible or intangible assets of



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the Company, both present and future and the whole or substantially the whole of the undertakings or any of the properties of the Company wheresoever situated, in favour of debentureholders) to secure any issue of Non-convertible Debentures not exceeding the above limit, in terms of the debenture trust deed and other documents, in this connection.

RESOLVED FURTHER THAT for the purpose of creating, offering, issuing and allotting the aforesaid Debentures, the Board of Directors of the Company, be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such agreements, documents, instruments, applications etc. as may be required, with power to settle all questions, difficulties or doubts that may arise in this regard and to delegate all or any of its powers herein conferred to any of the Directors and/or Committees of Board, without requiring the Board to secure any further consent of the Members of the Company”

By Order of the Board of Directors

For JMJ FINANCE LIMITED

Sd/-

Place: Thrissur
Date: 05-09-2019

JOJU MADATHUMPADY JOHNY
(DIN 02712125)
Managing Director

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE THE MEMBER OF THE COMPANY.THE INSTRUMENT APPOINTING PROXY, SHOULD HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR HOLDING THE MEETING. . A PROXY SHALL NOT HAVE THE RIGHT TO SPEAK AND SHALL NOT BE ENTITLED TO VOTE EXCEPT ON POLL.
2. **MEMBERS/ PROXIES MUST BRING THE ORIGINAL ATTENDANCE SLIP SENT DULY FILLED IN, SIGNED AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.**
3. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the AGM.
4. Members are requested to: (a) intimate changes, if any, in the registered addresses to the Company/Registrar and Share Transfer Agent ('RTA') in case of shares held in physical form and to their respective Depository Participant (DP) for the shares held in dematerialized form, (b) quote ledger folio number in all their correspondence.The Register of Directors Shareholdings, maintained under Section 170 of the Companies act 2013, will be available for inspection by the members at the meeting.



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5. The Register of Contracts, maintained under section 189 of the Companies act, 2013 and all other documents as mentioned in the resolution and or explanatory statement will be available for inspection by the members at the registered office of the company.
6. Members will not be distributed any gift, compliments or kind of such nature at the AGM venue.
7. An explanatory statement pursuant to Section 102 of the companies act 2013 relating to the special business is annexed.
8. The members holding physical shares (in share certificate format) who prefer to receive notice and Annual Report only by e-mail, may register their email by submitting duly filled-in format to the Company (enclosed with the Annual Report). However, in case of shareholders holding shares in demat form, email shall be registered with respective DP, and not with the Company.
9. Members who hold shares in physical form may nominate a person by submitting to the Company, prescribed format Form No.SH-13 for nomination and the shares held by member shall vest in the nominee mentioned in said form, in the event of death of the member. However, in case of shares held in demat form, the shareholders are requested to contact the DP for the procedure for nomination.
10. Additional information relating to Directors proposed to be appointed has been incorporated in the explanatory statement and Directors Report.
11. Route map to the venue of AGM is enclosed with this notice.



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Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the special business

Item No.5

Shri. Shaji Devassykutty Thaivalappil (DIN: 08043511) aged 35 years was appointed as an additional Director by the Board in 28th October 2018. As per the provisions of Section 161(1) of the Act, he holds office of Additional Director only up to the date of this Annual General Meeting of the Company, and is eligible for appointment as Director. An ordinary resolution for his appointment as Director is set out in the notice. Accordingly, Your Directors recommend the resolution to be passed as an Ordinary Resolution as set out in Item No.05.

Shri. Shaji Devassykutty Thaivalappil is commerce graduate and has good exposure in accounts management/ finance abroad and in India. He had been associated with chits/kuri Companies for a period of 7 years. He had been associated reputed NBFC for past 5 years both in top level management and also has knowledge in various aspects of Credit management and loan disbursal by NBFCs. He had been active in the Company by taking part in all the Board meetings and making practicable suggestions as an additional director. The management believes, that with the experience and knowledge he has attained in the field of accounts and credit management during past years, he will be able to contribute to the growth of the organisation. The Board proposes to pay him Rs.25,000/-per month as remuneration along with sitting fee, as decided by the board from time to time and reimbursement for expenses incurred in the course of duties as a Director, subject to Articles of Association of the Company and applicable provisions of the Act.

Except Shri. Shaji Devassykutty Thaivalappil (DIN: 08043511) being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No.5.

Item No.6

Shri. Nellayiparambil Rappai Roy (DIN: 08043543) aged 44 years was appointed as an additional Director by the Board in 28th October 2018. As per the provisions of Section 161(1) of the Act, he holds office of Additional Director only up to the date of this Annual General Meeting of the Company, and is eligible for appointment as Director. An ordinary resolution for his appointment as Director is set out in the notice. Accordingly, Your Directors recommend the resolution to be passed as an Ordinary Resolution as set out in Item No.6.

Shri. Nellayiparambil Rappai Roy (DIN: 08043543) was associated with reputed hospitals and health related business for more than 15 years and has rich experience in management activities. He also has experience in business of NBFC for past 5 years. He had been active in the Company by taking part in all the Board meetings and making practicable suggestions as an additional director. The management believes, that with the experience and knowledge he has attained during past many years, he will be able to contribute to the growth of the organisation. The Board proposes to pay him Rs.25,000/- per month as remuneration along with sitting fee, as decided by the board from time to time and reimbursement for expenses incurred in the course of duties as a Director, subject to Articles of Association of the Company and applicable provisions of the Act.

Except Shri. Nellayiparambil Rappai Roy (DIN: 08043543) being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No.6.



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Item No.7

Shri. Sajeeth Mohammed Salim (DIN: 02761322) aged 52 years is a chartered accountant in practice with more than 23 years of experience. The management believes, that with the experience and knowledge he has attained during past many years, he will be able to contribute to the growth of the organisation. Pursuant to Section 149 and other applicable provisions of the Companies Act, the Company to appoint independent directors in the Board. The Board proposes to appoint him as an Independent Director in the Board after obtaining approval of members in the ensuing AGM. If appointed he will be paid sitting fees and/or reimbursement for the expenses incurred in the course of his duties as an Independent Director of the Company, as decided and approved by the Board from time to time.. Accordingly, Your Directors recommend the resolution to be passed as an Ordinary Resolution as set out in Item No.7.

Except Shri. Sajeeth Mohammed Salim being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No.7.

Item No. 8

Shri. Piskala Kumareshabu Kuppusamy (DIN: 07872758) aged 49 years is a chartered accountant in practice with more than 23 years of experience. The management believes, that with the experience and knowledge he has attained during past many years, he will be able to contribute to the growth of the organisation. Pursuant to Section 149 and other applicable provisions of the Companies Act, the Company to appoint independent directors in the Board. The Board proposes to appoint him as an Independent Director in the Board after obtaining approval of members in the ensuing AGM. If appointed he will be paid sitting fees and/or reimbursement for the expenses incurred in the course of his duties as an Independent Director of the Company, as decided and approved by the Board from time to time. Accordingly, Your Directors recommend the resolution to be passed as an Ordinary Resolution as set out in Item No.8.

Except Shri. Piskala Kumareshabu Kuppusamy being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No.8.

Item No.9

The Company is a Non-deposit accepting Non-Banking Financial Company (NBFC) registered with Reserve Bank of India (RBI). At present, the Company has only subordinate debt and bank loans for raising resources for its business requirements. Board of Directors were of the view that issue of NCDs on private placement basis is a cost effective source of borrowings. The Company had obtained approval of members in EGM held on 13th April 2018 and the said resolution is valid and effective only for one year. The Company did not issue any NCDs till date. It is again proposed to issue NCDs to create one more source of funds for growth and expansion of business and general corporate purposes. The Board propose to issue NCDs not exceeding Rs.15,00,00,000/- (Rupees Fifteen Crore only) initially. Pursuant to Section 42 of the Companies Act, 2013, and the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Company is required to obtain approval of the shareholders once in a year for all the offers or invitations for issuance of Non – Convertible Debentures on a private placement basis.



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Accordingly, Your Directors recommend the resolution to be passed as an Special Resolution as set out in Item No.9.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No.9.

By Order of Board of Directors

For JMJ FINANCE LIMITED

Sd/-

JOJU MADATHUMPADY JOHNY
(DIN – 02712125)
Managing Director

Place: Thrissur
Date: 05-09-2019

Route Map

To the Venue of the AGM

AGM Venue: JMJ Finance Limited, Registered Office, Door No.21/349/29, West Fort Tower, Civil Lane Road, West Fort Junction, Poothole P.O. Thrissur, Kerala- 680004.





Annual Report 2018-19

JMJ FINANCE LIMITED
(Formerly known as Champakara Finance Limited)

CORPORATE INFORMATION

(as on date of this report)

Corporate Identification Number (CIN)

U65910KL1996PLC010270

Board of Directors

- Shri. Joju Madathumpady Johny (Managing Director)
Smt. Shiny Joju (Director)
Shri. Joel Joju Madathumpady (Director)
Shri. Neelayiparambil Rappai Roy (Additional Director)
Shri. Shaji Devassykutty Thaivalappil (Additional Director)

Company Secretary

CS. Victor John Uruvath

Chief Financial Officer

Shri. Kooliyath Thomas Sherbin

Registered Office/Corporate Office

Door No.21/349/29, West Fort Tower,
Civil Lane Road, West Fort Junction,
Poothole P.O, Thrissur - 680004

Auditors

M/s Ramdas & Venugopal
Chartered Accountants
Thrissur, Kerala

Registrar and Share Transfer Agents

M/s S.K.D.C. Consultants Limited
Kanapathy Towers, 3rd Floor
Ganapathy, Coimbatore - 641 006
Email: info@skdc-consultants.com

Our Bankers

- South Indian Bank
- Federal Bank
- ICICI Bank
- Dhanlaxmi Bank Ltd.



Words from Managing Director



Dear Shareholders,

First of all, let me thank you for the support you had been pouring upon us for past many years which has led your company to where it is now. I am pleased to inform you that your Company's operation has improved during the financial year and we have opened new branches in different parts of India. As we know, India is fastest growing economy. The negative impact of demonetization in 2017 had on all segments of economy and the same was felt at the level of producers/service providers as well as at customer level. The banks closed fiscal 2019 with robust disbursements and credit has rose to 13 percent when compared to past years. The NBFCs in India has a great role in economic growth as well as financial inclusion, and has accounted for about 17 % in total credit. This clearly shows the greater market discipline and growth of finance/banking sector despite economic and political conditions. Though Indian economy has slipped to Seventh place in global GDP rankings as per the World Bank data, it is predicted that India will bounce back by using its potential to grow. Despite all the economic conditions, FY 2018-19 had been a defining year and your company earned operating income of Rs.10,20,31,697/- and Net profit after taxes at Rs.66,00,185/-

I would like to inform you that the number of branches of the Company has grown to 42 as on date. We are targeting to set up 50 branches by end of 2020. Our mission is to be the best and preferred financial provider of its kind with highest business quality solutions. We embrace the concept of steady growth through strategic planning and I am sure your Company will be spreading its wings and flying high in coming years. The growth of the company is evident from its performance and increase in number of branches in various places in India. We always thrive to ensure customer satisfaction by designing products/services according to the financial needs of the customer and in compliance with applicable laws. I am thankful to the great effort, dedication, commitment and hard work of the employees at all levels which has helped the Company in achieving its targets. I request their continued support to take the Company to the next level. I am extremely thankful to the customers in south India for their trust in JMJ Finance for past many years. I am also thankful to the Government authorities, Banks, Consultants, all other stakeholders and well wishers for their support till date. I humbly request their whole hearted support in all future endeavour of JMJ Finance.

With best wishes, I conclude....

Dr. Joju M.J
Managing Director.



Board's Report

Dear Shareholders,

Your Directors are pleased to present their Twenty Third Annual Report together with the Audited Financial Statements of your Company for the financial Year ended 31st March 2019.

Company Overview

JMJ Finance Limited is a Non-Deposit taking Company with Loan finance as its core niche. Your Company is headed and led by Shri. Joju M.J, Managing Director whose consistent efforts, coupled with positive attitude and vision, has made JMJ more visible and acceptable to all. His never ending passion for growth, his positive attitude and his willingness to change according to market conditions, has taken your Company to new heights. Under his able leadership, the Company is slowly emerging as one of the prominent NBFC in Kerala.

Performance Highlights & Financial Highlights

The performance highlights and summarized financial results of the company are given below-

- The income from operations has increased to Rs.10,20,31,697/- in 2018-19 as compared to Rs.7,51,28,488/- in 2017-18
- Profit before tax has increased to Rs.1,32,13,887/- in 2018-19 as compared to Rs.1,23,89,255 in 2017-18
- Profit after tax has reached Rs.66,00,185/- in 2018-19 as compared to Rs.64,39,546/- in 2017-18
- The number of branches has increased to 42 as on date and is still growing.

Financial Highlights

(Amount in Rs)

PARTICULARS	2018-19	2017-2018
Revenue from operations	10,20,31,697	7,51,28,488
Other Income	3013594	21,97,809
Total Revenue	10,50,45,291	7,73,26,297
Expenses	7,90,66,052	6,00,07,200
Profit Before Tax and NPA provision		
Provision for NPA	1,27,65,351	50,09,753
Extra Ordinary Item-Prior Period	0	79,911
Net Profit Before Tax	1,32,13,887	1,23,89,255
Tax Expense		
Current Tax	66,24,010	57,75,245
Deferred Tax	-10,308	1,74,464
Net Profit After Tax	66,00,185	64,39,546
Earnings Per share (EPS)	0.25	0.28

(Note: Figures bracketed denotes loss)



State of Company's Affairs and Future Outlook

The main object of your company is loan financing. Your Company's Profit and Loss Account reported a Net Profit of Rs. 66,00,185/- for the year (Last year was Net Profit of Rs.64,39,546/- after providing for taxation. The management of the Company is working on developing products/services that will cater the financial needs of all types of customers and help your Company is achieving its goals. In the light of the financial performance for the FY 2018-19, your Directors expect that in the ensuing years, your company will reap more profits through its strategic growth plans.

Change in Nature of Business, if any

Since your company is a registered NBFC, carrying on the business of loan financing, the company is not authorized to do any other business. Your Company has not carried out any other business activity till date and has no proposal to takeup any other business.

Dividend

The Board of Directors of your Company does not recommend any final dividend for the financial year 2018-19 with a view to conserve of profits and for investment in business resources of your Company.

Amounts Transferred to Reserves:

The Board has not proposed to transfer any amount to its General reserves for the financial year 2017-18. However, your Company has transferred requisite amount to its statutory reserve as per the RBI norms.

Transfer of Unclaimed Dividend to Investor Education and Protection Fund

The provisions of Section 125(2) of the Companies Act, 2013 do not apply since there was no dividend declared and paid during the past years.

Share Capital & Disclosures

In order to meet the business needs, your Company had enhanced the authorised share capital to the tune of Rs.40 Crores. Pursuant to enhancement, your company had allotted 632,500 equity shares under private placement on 20th June 2018 and hence the paid up capital stands at Rs.26,18,19,500 (2,61,81,950 no of equity shares at Rs.10/- each) on 31st March 2019. Statutory disclosures as per applicable provisions are as follows-

(a) Buy Back of Securities

The Company has not bought back any of its securities during the year under review.

(b) Sweat Equity

The Company has not issued any Sweat Equity Shares during the year under review.



(c) **Bonus Shares**

No Bonus Shares were issued during the year under review.

(d) **Employees Stock Option Plan**

The Company has not provided any Stock Option Scheme to the employees.

Information about Subsidiary/ JV/ Associate Company

Your Company does not have any Subsidiary, Joint Venture or Associate Company.

Deposits

During the year under review, your Company has neither accepted nor renewed any deposits within the meaning of provisions of Chapter V – Acceptance of Deposits by Companies of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 i.e. Public deposits.

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

Material Changes and Commitments

No material changes and commitments affecting the financial position of your Company occurred between the end of the financial year to which this financial statements relate on the date of this report

Extract of Annual Return

The Extract of Annual Return as required under section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, in Form MGT-9 is annexed herewith in accordance with Section 134(3)(a) of the Companies Act 2013 for your kind perusal and information (Annexure –I).



Board of Directors and meetings

The Board of Directors comprises of 5 directors as on 31st March 2019. The Board of Directors of the company met 8 times in the Financial Year, as per the provisions of Section 173 of Companies Act, 2013 on following dates.

Sl.No	Date of meeting	Board Strength	No. of Directors present
1	30/04/2018	4	4
2	16/07/2018	4	4
3	31/08/2018	4	4
4	01/10/2018	4	3
5	22/10/2018	4	3
6	28/10/2018	6	5
7	01/01/2019	5	5
8	04/03/2019	5	5

The intervening gap between any two meetings was within the period prescribed by the Companies Act 2013.

Details of attendance of the directors and the board meeting held during the financial year are given below:

Name of directors	Total no: of meetings entitled to attend	Total no: of meetings attended by directors
Dr. Joju MJ (Managing Director)	8	8
Shri. Suresh M V (Independent Director)	6	3
Shri. Shaij T D (Additional Director)	6	6
Shri. Roy N R (Additional Director)	6	6
Smt. Shiny Joju (Director)	5	5
Shri. Joel Joju Madathumpady (Director)	5	5

Changes in Directors and Key Managerial Personnel (KMP)

Shri. Joel Joju Madathumpady (DIN: 08205250) and Smt. Shiny Joju (DIN 08205263) who are liable to retire by rotation, pursuant to Section 152, has offered themselves and given their consent to be reappointed as Directors in the annual general meeting. Appropriate resolutions for their re-appointment are set out in the notice calling AGM.

Shri. Nellyparambil Rappai Roy (DIN 08043543) and Shri. Shaji Devassykutty Thaivalappil (DIN: 08043511) were appointed as additional Directors on 28th October 2018. Now, the Board propose to regularise/ appoint them as Directors in the ensuing AGM, subject to applicable provisions of the Companies Act 2013. Appropriate resolution need to be passed as set out in the notice calling AGM for their regularisation.



Pursuant to Section 149 and other applicable provisions of the Companies Act, the Company has to appoint independent directors in the Board. The Board proposes to appoint Shri. Sajeeth Mohammed Salim (DIN: 02761322) and Shri. Piskala Kumareshabu Kuppusamy (DIN: 07872758) as Independent Directors in the Board after obtaining approval of members in the ensuing AGM. If appointed they will be paid sitting fees and/or reimbursement for the expenses incurred in the course of their duties as an Independent Director of the Company, as may be decided and approved by the Board from time to time. Accordingly, Your Directors recommend the resolution to be passed as an Ordinary Resolution as set out in Item No.7.

Shri. Kooliyath Thomas Sherbin was appointed as Chief financial Officer on 1st January 2019. CS Dharmaraj Murali was appointed as Company Secretary on 1st January 2019 in compliance with provisions of the Companies Act 2013. However, CS Dharmaraj Murali resigned w.e.f 01.08.2019 and CS Victor John Uruvath joined as Whole Time Company Secretary w.e.f 01.08.2019.

During the Financial Year 2017-18, Shri. Vijayan Suresh Madathilparambil (DIN 07776239) resigned from independent Directorship on 1st January 2019. The Company had been looking for prospective candidates for the post of Independent Directors and has not find out anyone till date.

Particulars of Loan, Guarantees and Investments under Section 186

The company has not given any guarantee or provided security in connection with any loan or made any investment in securities as per the provisions of section 186 of the Companies Act, 2013. Based on the information and explanations available to us, disclosure provisions of section 186 of the Companies act 2013 in connection with loan not applicable to the Company, being an NBFC.

Particulars of Contract or Arrangements with Related Parties

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the company at large and Approval of the Board of Directors and shareholders was obtained wherever required. The particulars of contracts or arrangements with related parties referred to in sub section (1) of Section 188 entered by the Company during the financial year ended 31st March, 2019 is annexed hereto as Annexure 2 in prescribed Form AOC-2 and forms part of this report.

Corporate Governance

Your Company has taken certain measures to ensure good corporate governance and promote ethical standards envisaged under the Companies Act 2013. The Board of Directors welcomes the concept of Corporate Governance to ensure that a Company is governed in the best interests of all stakeholders. The Company has in place audit committee, nomination and remuneration committee, and has appointed Key Managerial Personnel as per Companies Act 2013, which will help the Company in improving its corporate governance.



Committees of Board

Audit Committee

The company had constituted Audit Committee of the Board of Directors ("the Audit Committee") entrusted primarily with the responsibility to supervise the Company's internal controls and financial reporting process. During the Financial Year 2017-18, the Audit committee of the company met 5 times on 16/07/2018, 31/08/2018, 22/10/2018, 28/10/2018 and 04/03/2019 respectively.

	Audit committee members as on 01/04/2018	Audit committee members reconstituted as on 22/10/2018
SLNo	Name of Directors	Name of Directors
1	Dr. Joju MJ	Shri. Joju MJ
2	Shri. Suresh MV	Shri. Joel MJ
3	Shri. Shaji TD	Shri. Suresh MV
		Smt.Shiny Joju

The details of meetings attended by committee members are as follows-

SLNo	Name of Directors	No. of meetings attended
1	Dr. Joju MJ	5
2	Shri. Joel MJ	3
3	Shri. Suresh MV	4
4	Smt.Shiny Joju	3

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

Nomination & Remuneration Committee

The Company had constituted Nomination & Remuneration Committee which deals with matters relating to the size and composition of the Board, succession plans, evaluation of performance, and remuneration framework and policies thereon. During the Financial Year 2017-18, the Audit committee of the company met 2 times on 31.08.2018 and 29.10.2018. The NRC had following Directors as its members-

SLNo	Name of Directors	No. of meetings attended
1	Dr. Joju MJ	2
2	Shri. Roy NR	2
3	Shri. Suresh MV	2
4	Shri. Shaji TD	2

Annual Evaluation:

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



Dematerialisation of securities

The Ministry of Corporate Affairs (MCA) had made it mandatory for unlisted public Companies to allot its securities and to provide facility for transfer of securities in demat mode. In order to comply with the MCA direction, the Company had taken measures to dematerialize the shares with Central Depository Services Limited. Allotment and transfer of securities/shares in physical mode shall not be allowed as per the mandate.

Details of Subsidiary, Joint Venture or Associates

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

Cost Auditors

The company is not required to appoint a Cost Auditor pursuant to the provisions of Section 148 Companies Act, 2013.

Auditors and Report thereon

At the Annual General Meeting held on 19.06.2014, M/s Ramdas & Venugopal, Chartered Accountants, Top Residency, Paliyam Road, Thrissur-680001 were appointed as Statutory Auditors of the company to hold office till the conclusion of the Annual General Meeting to be held in the calendar year 2019. The report of the auditors and the financial statements audited by them are enclosed herewith as annexure.

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

M/s Ramdas & Venugopal, Chartered Accountants retires at the ensuing AGM and the Board proposes to re-appoint them with the approval of members in the AGM. The approval of members is sought under Section 139 of the Companies Act 2013 for appointment of M/s Ramdas & Venugopal, Chartered Accountants as statutory auditors for a term of 1 year i.e till the conclusion of the next AGM (24th AGM). Appropriate resolution has been set out in the notice calling AGM for consideration of members.

Conservation of energy, technology absorption and foreign exchange outgo

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

B. Technology Absorption: During the period under review there was no major technology absorption undertaken by the Company.

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



Risk Management Policy

The risks associated with the Company is perceived in three ways - Market risk, Credit Risk and Operational Risk. Your company has taken measures to address risks associated with business and has a dedicated team to overlook the risks involved in operations of the Company. The Board has adopted policies and has now in place, teams to assess, measure and control risks in various aspects of business and has officers who reports to the Managing Director and Board of Directors of the Company, as the case may be. In our view, there are no material risks which threaten the current position of the Company.

Internal Financial Controls

The company has adequate internal financial controls commensurate with its size and nature of business as detailed in the Financial Statements. The Board has adopted policies and procedures to ensure the orderly and efficient conduct of its business, safeguarding of its assets, the prevention and detection of frauds and errors and the accuracy and completeness of accounting records. The Board has taken measures to improve the quality and effectiveness of accounting and internal audit procedures within the Company and has a team to ensure timely action on major concerns without fail.

Particulars of Employees and Related Disclosures

It is hereby confirmed that there are no employees of the company who are in receipt of remuneration in excess of the limits specified under Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 and hence the disclosure of particulars in this regard is not applicable.

The Company has in place an Anti-Sexual Harassment policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the financial year under review, the Company has not received any complaints with allegations of sexual harassment as per the policy.

Commission

The company has not provided any commission to its MD/WTD and hence the provisions relating to disclosure are not applicable. Secretarial Audit Report: The provisions of the Companies Act, 2013 and the rules framed there under relating secretarial audit report are not applicable to the company

Corporate Social Responsibility (CSR)

The provisions of Section 135 of the Companies Act, 2013 regarding Corporate Social Responsibility (CSR) do not apply to your company, hence no disclosures in this regard has been made in this report. However, the Company had voluntarily taken up and implemented some CSR activities in the financial year.

Order of Court

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



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Director's Responsibility Statement

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that:

- (a) in the preparation of the annual accounts for the financial year ended 31st March 2018, the applicable accounting standards had been followed along with proper explanation relating to material departures, except Accounting Standard No.15 (AS 15) in respect of retirement of employees. Since the company is a small company, it is not affordable for the company to adopt actuarial valuation. Hence the same has been accounted on 'pay as you go' basis. With reference to the qualification in the Auditors' Report regarding non-compliance of Accounting Standard 15, this may be taken as the explanation of the Board of Directors;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss and cash flow of the company for that period;
- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts on a going concern basis;
- (e) the company being unlisted sub clause (e) of section 134(3) is not applicable; and
- (f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Cautionary Statement

Statements in this Board's report describing the Company's objectives, projections, estimates and expectations may be forward looking, within the meaning of the applicable laws, and regulations. Although the expectations are based on reasonable assumptions, the actual results might differ.

Acknowledgement

Your Directors wish to express their grateful appreciation to the continued co-operation received from the Banks, Government Authorities, Customers, Shareholders and all other stakeholders, during the financial year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed service of the staff of the Company.

For and on behalf of the Board of Directors

For JMJ FINANCE LIMITED

Sd/-

Joju Madathumpady Johny
Managing Director
(DIN 02712125)

Thrissur
Date: 05/09/2019



FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2019

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1.	CIN	U65910KL1996PLC010270
2.	Registration Date	09/04/1996
3.	Name of the Company	JMJ FINANCE LIMITED
4.	Category/Sub-category of the Company	Company limited by shares
5.	Address of the Registered office & contact details	Door No.21/349/29, West Fort Tower, Civil Lane Road, West Fort Junction, Poothole P.O Thrissur-680004
6.	Whether listed company	Unlisted
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	S.K.D.C. Consultants Limited Kanapathy Towers,3rd Floor 1391/A1, Sathy Road,Ganapathy Coimbatore – 641 006 India. info@skdc-consultants.com Ph: 91-422-4958995,2539835-36

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	NBFC engaged in loan financing	64920	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sl.No.	Name and address of the Company	CIN/ GLN	Holding/Subsidiary/Associate	% of shares held	Applicable Section
Not Applicable					



IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
Category-wise Share Holding

Category of Shareholders	No. of Shares held at the end of the year[As on 31-March-2018]				No. of Shares held at the end of the year[As on 31-March-2019]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
a) Individual/ HUF	Nil	2887450	2887450	11.30	Nil	3795460	3795460	14.49	3.20
b) Central Govt	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) State Govt(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Bodies Corp.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Any other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total shareholding of Promoter (A)	Nil	2887450	2887450	11.30	Nil	3795460	3795460	14.49	3.20
B. Public Shareholding	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
1. Institutions	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
a) Mutual Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Central Govt	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) State Govt(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Insurance Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
g) FIs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
h) Foreign Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i) Others (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (B)(1):-	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
2. Non-Institutions	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
a) Bodies Corp.									
i) Indian	Nil	230000	230000	0.90	Nil	230000	230000	0.87	-0.03
ii) Overseas	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i) Individual shareholders holding nominal share capital uptoRs. 1 lakh	Nil	931900	931900	3.65	Nil	670150	670150	02.56	-01.09



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ii) Individual shareholders holding nominal share capital in excess of Rs-1 lakh	Nil	21500100	21500100	84.15	Nil	21486340	21486340	82.07	2.08
c) Others (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Non Resident Indians	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Overseas Corporate Bodies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Foreign Nationals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Clearing Members	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Trusts	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Foreign Bodies - D R	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (B)(2):-	Nil	3311910	3311910	88.7	Nil	22183840	22183840	87.29	-1.41
Total Public Shareholding (B)-(B)(1)+ (B)(2)	Nil	3311910	3311910	88.7	Nil	22183840	22183840	87.29	-1.41
C. Shares held by Custodian for GDRs & ADRs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Grand Total (A+B+C)	Nil	25549450	25549450	100	Nil	26181950	26181950	100	0

B) Shareholding of Promoters-

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	JOJU M J	566700	2.22	Nil	745700	2.85	Nil	0.63
2.	SHINY JOJU	474890	1.86	Nil	714390	2.73	Nil	0.87
3.	JOEL M J	Nil	Nil	Nil	261060	0.99	Nil	Nil
4.	ESSAC PK	400400	1.57	Nil	450400	1.72	Nil	0.15
5.	CHACKOCHAN P K	431400	1.69	Nil	431400	1.65	Nil	-0.04
6.	ANTONY PERUMADEN	430800	1.69	Nil	430800	1.65	Nil	-0.04



7.	BOBY CP	429400	1.69	Nil	429400	1.64	Nil	-0.05
8.	ALPHONSA JOHNY	141140	0.55	Nil	234720	0.90	Nil	0.35
9.	JOHNY M L	12720	0.05	Nil	97590	0.37	Nil	0.32

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

S N	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	28,87,450	11.30	28,87,450	11.03
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	There is increase in number of shares held by promoters due to allotment of shares		9,08,010	3.47
	At the end of the year	Nil	Nil	37,95,460	14.50

D) Shareholding Pattern of top ten Shareholders:

Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Roshan Joseph				
	At the beginning of the year	1,53,000	0.60	1,53,000	0.58
	Increase/Decrease in shareholding during the year			3,14,500	1.20
	At the end of the year			4,67,500	1.78
2.	Chackochan				
	At the beginning of the year	4,31,400	1.69	4,31,400	1.65
	Increase/Decrease in shareholding during the year			0	0
	At the end of the year			4,31,400	1.65
3.	Antony				
	At the beginning of the year	4,30,800	1.686	4,30,800	1.64
	Increase/Decrease in shareholding during the year			0	0
	At the end of the year			4,30,800	1.64



4.	Boby				
	At the beginning of the year	4,29,400	1.686	4,29,400	1.64
	Increase/Decrease in shareholding during the year			0	0
	At the end of the year			4,29,400	1.64
5.	Aparna				
	At the beginning of the year	3,17,000	1.24	3,17,000	1.21
	Increase/Decrease in shareholding during the year			65,000	0.25
	At the end of the year			3,82,000	1.46
6.	Komalam				
	At the beginning of the year	2,43,500	0.95	2,43,500	0.93
	Increase/Decrease in shareholding during the year			1,05,000	0.40
	At the end of the year			3,48,500	1.33
7.	Balu				
	At the beginning of the year	3,25,000	1.27	3,25,000	1.24
	Increase/Decrease in shareholding during the year			10,000	0.04
	At the end of the year			3,35,000	1.28
8.	Rema				
	At the beginning of the year	3,10,000	1.21	3,10,000	1.18
	Increase/Decrease in shareholding during the year			25,000	0.10
	At the end of the year			3,35,000	1.28
9.	Radhika				
	At the beginning of the year	3,10,000	1.21	3,10,000	1.18
	Increase/Decrease in shareholding during the year			20,000	0.08
	At the end of the year			3,30,000	1.26
10.	Gopakumar				
	At the beginning of the year	2,92,000	1.14	2,92,000	1.11
	Increase/Decrease in shareholding during the year			35,000	0.14
	At the end of the year			3,27,000	1.25

E) Shareholding of Directors and Key Managerial Personnel:

S N	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Joju M J (Managing Director)				
	At the beginning of the year	5,66,700	2.21	5,66,700	2.16
	Increase/Decrease in shareholding during the year			1,79,000	0.68
	At the end of the year			7,45,700	2.84



2	Roy N R (Additional Director)					
	At the beginning of the year	1,51,400	0.59	1,51,400	0.58	
	Increase/Decrease in shareholding during the year			28,300	0.11	
	At the end of the year			1,79,700	0.69	
3	Shaji T D (Additional Director)					
	At the beginning of the year	51,000	0.199	51,000	0.194	
	Increase/Decrease in shareholding during the year			25,200	0.096	
	At the end of the year			76,200	0.29	
4	Joel M J (Director)					
	At the beginning of the year	0	0	0	0	
	Increase/Decrease in shareholding during the year			2,61,060	0.99	
	At the end of the year			2,61,060	0.99	
5	Shiny Joju (Director)					
	At the beginning of the year	4,74,890	1.86	4,74,890	1.81	
	Increase/Decrease in shareholding during the year			2,39,500	0.91	
	At the end of the year			7,14,390	2.72	
6.	Sherbin K T (CFO)					
	At the beginning of the year	1,000	0.004	1,000	0.004	
	Increase/Decrease in shareholding during the year			0	0	
	At the end of the year			1,000	0.004	
7.	Suresh MV					
	At the beginning of the year	0	0	0	0	
	Increase/Decrease in shareholding during the year			0	0	
	At the end of the year			0	0	
	TOTAL			9,78,050	7.56	

V) **INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Subordinated Debt	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	Nil	Nil	253349000	253349000
ii) Interest due but not paid	Nil	Nil	18503429	18503429
iii) Interest accrued but not due	Nil	Nil	-	-
Total (i+ii+iii)	Nil	Nil	271852429	271852429
Change in Indebtedness during the financial year				
* Addition	Nil	Nil	76395269	76395269
* Reduction	Nil	Nil	-	-
Net Change	Nil	Nil	-	-



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Indebtedness at the end of the financial year				
i) Principal Amount	Nil	Nil	321885000	321885000
ii) Interest due but not paid	Nil	Nil	26362698	26362698
iii) Interest accrued but not due	Nil	Nil	-	-
Total (i+ii+iii)	Nil	Nil	348247698	348247698

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		JOJU M J (Managing Director)	-	-	-	

1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	12,00,000	Nil	Nil	Nil	12,00,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil	Nil
4	Commission - as % of profit - others, specify...	Nil	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total (A)	12,00,000	Nil	Nil	Nil	12,00,000

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors				Total Amount
		SURESH M V (Independent Director)	SHAJI TD (Additional Director)	Roy N R (Additional Director)	Shiny Joju (Director)	
	(Non-executive Directors)					
1	Gross Salary	Nil				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	2,45,000	2,45,000	1,12,000	6,02,000
	Fee for attending board committee meetings	Nil	Nil	Nil	Nil	Nil
	Commission	Nil	Nil	Nil	Nil	Nil
	Others, (Conveyance)	80,000	Nil	Nil	Nil	Nil
	Total (1)	Nil	Nil	Nil	Nil	Nil
	Total Remuneration	80,000	2,45,000	2,45,000	1,12,000	6,82,000



jmj
Finance Ltd.

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

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary	Nil	1,05,000	78,000	1,83,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil	Nil	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
4	Commission	Nil	Nil	Nil	Nil
	- as % of profit	Nil	Nil	Nil	Nil
	others, specify...	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil
	Total	Nil	1,05,000	78,000	1,83,000

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

By Order of Board of Directors

For JMJ FINANCE LIMITED

Sd/-

Joju Madathumpady Johny
Managing Director

Place: Thrissur
Date: 05-09-2019



ANNEXURE – II

FORM NO. AOC-2

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto (Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

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

Sl. No.	Particulars	Details		
		Shaji T D (Additional Director)	Roy N R (Additional Director)	Shiny Joju (Director)
A	Name(s) of the related party and nature of relationship			
B	Nature of contracts/arrangements/transactions	Remuneration to Directors appointed in office or place or profit.		
C	Duration of the contracts/arrangements/transactions	Subject to decision of Board and agreement between parties.		
D	Salient terms of the contracts or arrangements or transactions including the value, if any:	Remuneration as per Board Resolution	Remuneration as per Board Resolution	Remuneration as per Board/AGM resolution
E	Date(s) of approval by the Board, if any	Date of Apptmt: 28/10/2018	Date of Apptmt: 28/10/2018	Date of Apptmt: 22 nd AGM
F	Amount paid as advances, if any:	N.A	N.A	N.A

BY ORDER OF THE BOARD

Sd/-

Thrissur
05.09.2019

Joju Madathumpady Johny
(DIN: 02712125)
Managing Director

Ramdas & Venugopal

Chartered Accountants

7A, Green Park, Near Daya Hospital,

Thiruvambady.P.O., Thrissur – 680 022.



Annexure – III

INDEPENDENT AUDITOR'S REPORT

TO,

The Members of JMJ FINANCE LIMITED (Previously known as CHAMPAKARA FINANCE LTD) WEST FORT, THRISSUR-1

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone financial statements of **JMJ FINANCE LIMITED, (Previously known as Champakara Finance Ltd)** which comprise the balance sheet as at 31st March 2019, and the statement of profit and loss, for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and its profit and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Head Office: Thrissur

Partners:

M. Ramdas, F.C.A.

T.T. Shajan, F.C.A., DISA (ICAI)

Silpa Ramdas, F.C.A., DISA, DIRM (ICAI)

Branch Offices:

1. Ernakulam, 2. Guruvayur

Phone: 0487 2321246, 2331246

Email: randvtr@yahoo.co.in



Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 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 flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit, we also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and

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Ramdas & Venugopal

Chartered Accountants

7A, Green Park, Near Daya Hospital,

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obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Head Office: Thrissur

Partners:

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T.T. Shajan, F.C.A., DISA (ICAI)

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Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 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**, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet and Statement of Profit and Loss, dealt with by this Report are in agreement with the books of account.
 - d. In our opinion the aforesaid standalone financial statements comply with Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164(2) of the Act.
 - a. With respect to the adequacy of the Internal Financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting ;
 - f. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

Head Office: Thrissur

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- i) the Company does not have any pending litigations which would impact its financial position
- ii) the Company does not have any long-term contracts requiring a provision for material foreseeable losses.
- iii) The Company does not have any amounts required to be transferred to the Investor Education and Protection Fund.

FOR M/s. RAMDAS & VENUGOPAL,

Sd/-

CA.T.T.SHAJAN, B.Sc., F.C.A., DISA (ICAI)

Partner [M.No.211270]

Chartered Accountants.

Firm Regn No:010669S

THRISSUR

05.09.2019

Head Office: Thrissur

Partners:

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JMJ FINANCE LIMITED
(Previously Known as CHAMPAKARA FINANCE LTD)
THRISSUR

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Statement referred to in paragraph 1 of Report on Other Legal and Regulatory Requirements of our report of even date to the shareholders of JMJ FINANCE LIMITED (Previously known as Champakara Finance Limited) on the accounts for the year ended 31st March 2019)

- 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 all fixed assets are verified in a phased manner over a period of two years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to such program, a portion of fixed asset has been physically verified by the management during the year and no material discrepancies were noticed on such verification.
 - (c) In our opinion and according to the information and explanations given to us, the title deeds of immovable properties are held in the name of the Company.
- ii. The company is a Non Banking Finance company. Accordingly, it does not hold any physical inventories. Thus, paragraph 3 (ii) of the companies (Auditors Report) order 2016 relating to inventory is not applicable to the company and hence not commented upon.
- iii. According to the information and explanations given to us, the Company has not granted any loan, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register required under section 189 of the Companies Act, 2013. Accordingly, paragraph 3 (iii) of the Order is not applicable.
- iv. In our opinion and according to the information and explanations given to us, in respect of loans, investments, guarantees, and security, the provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any public deposits from public within the meaning of section 73 to 76 of the Companies Act 2013.

Head Office: Thrissur

Partners:

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T.T. Shajan, F.C.A., DISA (ICAI)

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- vi. The Central Government of India has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Act for any of the activities of the Company.
- vii. (a) According to the information and explanations given to us and based on the records of the company examined by us, the company is regular in depositing the undisputed statutory dues, including Provident Fund, , Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty and other material statutory dues, as applicable, with the appropriate authorities in India
- (b) According to the information and explanations given to us and based on the records of the company examined by us, there are no dues of Income Tax, Wealth Tax, Service Tax, Sales Tax, Customs Duty and Excise Duty or VAT or Cess which have not been deposited on account of any disputes.
- viii. In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to any financial institutions, bankers, and government or debenture holders during the year.
- ix. The company has raised moneys by way of bonds during the year and was applied for the purposes for which those are raised.
- x. According to the information and explanations given to us, no fraud by the Company or on by its officers or employees has been noticed or reported during the course of our audit.
- xi. According to the information and explanations given to us and based on our examination of the records of the company, the company has paid/provided for managerial remunerations in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the act
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph (xii) of the Order is not applicable. And hence not commented upon.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with section 188 of the Companies Act, 2013 and the details of such transactions have been disclosed in the financial statements of the Company as required by the applicable accounting standards.

Head Office: Thrissur

Partners:

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Chartered Accountants

*7/A, Green Park, Near Deeya Hospital,
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- xiv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has allotted shares on Private placement. The amount raised from the private placement has been utilized for the purpose for which it is intended.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly paragraph (xv) of the Order is not applicable and hence not commented upon.
- xvi. According to the information and explanations given to us and based on our examination of the records of the Company, the Company is registered under section 45-IA of the Reserve Bank of India Act, 1934.

For M/S. RAMDAS & VENUGOPAL
Chartered Accountants
Firm Regn No:010669S

Sd/-

CA. T.T.SHAJAN., B.Sc., F.C.A., DISA (ICAI)
Partner [M.No.211270]

THRISSUR
05.09.2019

Head Office: Thrissur
Partners:
M. Ramdas, F.C.A.
T.T. Shajan, F.C.A., DISA (ICAI)
Silpa Ramdas, F.C.A., DISA, DIRM (ICAI)

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Annexure B to the Independent Auditors' Report

The Annexure B referred to in our report to the members of **JMJ FINANCE LIMITED, THRISSUR (Previously known as Champakara Finance Ltd)** ("the Company") for the year ended on March 31, 2019.

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

We have audited the internal financial controls over financial reporting of **JMJ FINANCE LIMITED, THRISSUR (Previously known as Champakara Finance Ltd)** ("the Company") as of March 31, 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the guidance note on audit of internal financial controls over financial reporting (the 'Guidance Note') and the standards on auditing (the 'Standards') issued by ICAI and deemed to be prescribed under section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal

Head Office: Thrissur

Partners:

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Ramdass & Venugopal

Chartered Accountants

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financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

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Chartered Accountants

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Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the guidance note issued by the ICAI.

FOR M/s. RAMDAS & VENUGOPAL,

Sd/-

CA.T.T.SHAJAN, B.Sc., F.C.A., DISA (ICAI)

Partner {M.No.211270}

Chartered Accountants.

Firm Regn No:010669S

THRISSUR

05.09.2019

Head Office: Thrissur

Partners:

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T.T. Shajan, F.C.A., DISA (ICAI)

Silpa Ramdas, F.C.A., DISA, DIRM (ICAI)

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JMJ FINANCE LIMITED (Previously known as Champakara Finance Limited), WEST FORT, THRISSUR			
BALANCE SHEET AS AT 31ST MARCH 2019			
Particulars	Note No.	Figures as at 31.03.2019 Rs	Figures as at 31.03.2018 Rs
I. EQUITY AND LIABILITIES			
1. Shareholders' funds			
(a) Share capital	2	261,819,500	255,494,500
(b) Reserve and surplus	3	(13,759,899)	(20,360,084)
2. Share application money pending allotment		0	0
3. Non-Current liabilities			
(a) Long-term borrowings	4	367,786,988	253,349,000
4. Current liabilities			
(a) Short term borrowings	5	0	0
(b) Other Current Liabilities	6	132,887,495	69,622,938
(c) Short-term provisions	7	39,555,459	4,398,065
TOTAL		788,289,544	562,504,419
II. ASSETS			
1. Non-current assets			
(a) Property plant & equipment			
(i) Tangible assets	8	24,402,064	22,049,535
(ii) Intangible assets	8	304,965	289,700
(b) Non-current investments	9	24,411,988	3,744,998
(c) Deferred tax asset	10	96,337	86,029
2. Current assets			
(a) Cash and Bank Balances	11	62,820,041	66,173,676
(b) Short-term loans and advances	12	524,141,658	400,608,062
(c) Other current assets	13	152,112,491	69,552,419
TOTAL		788,289,544	562,504,419
Accounting policies and notes on accounts	1,20 to 24		

For and on behalf of Board

1. Joju Madathumpady Johny
(DIN 02712125)
(Managing Director) Sd/-

2. Shaji T D
(DIN 08043511)
(Director) Sd/-

3. Victor John Uruvath
Company Secretary Sd/-

4. Sherbin K T
Chief Financial Officer Sd/-

Thrissur
05.09.2019

As per our report of even date attached
For M/s RAMDAS & VENUGOPAL

Sd/-
CA.T.T.Shajan.B.SC., F.C.A, DISA (ICAI)
Partner [M.No.211270]
Chartered Accountants.
Firm Regn No. 010669S

Thrissur
05.09.2019

JMJ FINANCE LIMITED
(Previously known as Champakara Finance Limited),
WEST FORT, THRISSUR

Particulars	Note No.	Figures as at 31.03.2019 Rs	Figures as at 31.03.2018 Rs
I. Revenue from operations	14	10,20,31,696.81	7,51,28,488
II. Other Income	15	30,13,594.00	21,97,809
III. Total Revenue (I+II)		10,50,45,290.81	7,73,26,297
IV. Expenses:			
Employee benefits expense	16	1,28,67,917.00	72,93,135
Finance costs	17	3,85,11,198.00	3,19,88,104
Depreciation and amortization Expenses	8	12,18,687.00	11,56,880
Other Expenses	18	3,92,33,601.33	2,45,78,834
Total Expenses		9,18,31,403.33	6,50,16,953
V Profit before exceptional and extraordinary items and tax (III-IV)		1,32,13,887.48	1,23,09,344
VI Exceptional Items		0.00	0
VII Profit before extraordinary items and Tax (V-VI)		1,32,13,887.48	1,23,09,344
VIII Extraordinary items- Prior period adjustment	19	0.00	79,911
IX Profit before Tax (VII-VIII)		1,32,13,887.48	1,23,89,255
X Tax expense:			
(1) Current tax		66,24,010.00	57,75,245
(2) Deferred tax expense/(income)		-10,308.00	1,74,464
XI Profit / (Loss) for the period (IX-X)		66,00,185.48	64,39,546
XII Earnings per equity share:		0.25	0.28
Accounting policies and notes on accounts	1,20 to 24		

For and on behalf of Board

1. Joju Madathumpady Johny

(DIN 02712125)

(Managing Director)

Sd/-

2. Shaji T D

(DIN 08043511)

(Director)

Sd/-

3. Victor John Uruvath

Company Secretary

Sd/-

4. Sherbin K T

Chief Financial Officer

Sd/-

As per our report of even date attached

For M/s RAMDAS & VENUGOPAL

Sd/-

Partner [M.No.211270]

Chartered Accountants,

Firm Regn No. 010669S

Thrissur

05.03.2019

Thrissur

05.03.2019

CASH FLOW STATEMENT (AS PER AS-3) FOR THE FINANCIAL YEAR 2018-19 (INDIRECT METHOD)			
A	PARTICULARS	AMOUNT	
	Cash flows from operating activities		
	Net Profit before taxation and extra ordinary items		1,32,13,887
	Adjustments for:		
	Depreciation	12,18,687	
	Foreign Exchange Loss	0	
	Interest & Other non-business income	29,87,518	
	Patent w/o	0	
	loss on sale of fixed assets	0	
	loss on sale of investment	0	
	Dividend income	0	
	Finance costs	3,85,11,198	3,67,42,367
	Operating Profit before working capital changes		4,99,56,254
	Adjustments for:		
	Inventories	0	
	Add: Increase in Current liabilities	6,32,64,557	
	Decrease in assets	0	
	Less: Decrease in Current liabilities	3,51,57,394	
	Increase in assets	8,25,60,072	
			1,58,61,879
	Cash generated from operations		6,58,18,133
	Income tax paid		66,24,010
	Cash flow before extra ordinary items		5,91,94,123
	Less: Extra ordinary Item (income tax paid on survey)		0
	NET CASH FLOWS FROM OPERATING ACTIVITIES		5,91,94,123
B	Cash flows From Investing Activities		
	purchase of fixed asset		35,86,481
	Proceeds from sale of Fixed asset		0
	Proceeds from sale of investments in shares		0
	Increase in non current investment		2,06,66,990
	Interest and other income received		29,87,518
	Dividend received		0
	NET CASH FLOWS FROM INVESTING ACTIVITIES		-2,12,65,953
C	Cash flows From Financing Activities		
	Proceeds from issuance of share capital		63,25,000
	Share application money received		0
	Proceeds from long term borrowings		-90,95,608
	Proceeds from short term borrowings		0
	Re-payment of long term borrowings		0
	Finance costs		-3,85,11,198
	Dividends paid		0
	NET CASH FLOWS FROM FINANCING ACTIVITIES		-4,12,81,806
	Net increase/decrease in cash or cash equivalents		-33,53,635
	Cash and Cash equivalents at the beginning of the year		6,61,73,676
	Cash and Cash equivalents at the close of the year		6,28,20,041
	Net decrease as disclosed above		-33,53,635

For and on behalf of Board

1. Joju Madathumpady Johny
(DIN 02712125)
(Managing Director) Sd/-
2. Shaji T D
(DIN 08043511)
(Director) Sd/-
3. Victor John Uruvath
Company Secretary Sd/-
4. Sherbin K T
Chief Financial Officer Sd/-

Thrissur
05.09.2019

As per our report of even date attached
For M/s RAMDAS & VENUGOPAL

Sd/-
CA.T.T.Shajan, B.Sc., F.C.A, DISA (ICAI)
Partner [M.No.211270]
Chartered Accountants,
Firm Regn No. 010669S

Thrissur
05.09.2019

JMJ FINANCE LIMITED,
(Previously known as Champakara Finance Limited),
WEST FORT, THRISSUR

Note. 1

ACCOUNTING POLICIES AND NOTES FORMING PART OF THE ACCOUNTS.

(A) ACCOUNTING POLICIES FOLLOWED BY THE COMPANY

1. **Property, Plant and Equipment:** Property, Plant and Equipments have been valued at historical cost.
2. **Depreciation:** Depreciation on Property, Plant and Equipments have been provided on straight line method after considering the useful life mentioned in Schedule II part C of Companies Act, 2013.
3. **Inventories:** N.A
4. **Recognition of Income & Expenditure:** Income and Expenditure are recognised on accrual basis. Interest on NPA accounts are recognized on actual Receipt basis as per the prudential norms of RBI
5. **Contingencies & events occurring after the Balance sheet Date:**
There are no contingencies and events of material nature which have an effect on the financial statements of the year, occurred after balance sheet date.
6. **Prior Period and Extra ordinary items:** There are no prior period or extra ordinary items of material nature during the year.
7. **Change in Accounting Policies:** There are no material changes in accounting policies followed by the company during the year.
8. **Foreign Exchange Transactions:** The company has no dealings in foreign exchange during the year.
9. **Research & Development Expenses:** The Company has no research and development expenses during the year.
10. **Investments:** The long-term investments of the company are carried in the balance sheet at cost and it does not have any current investments.
11. **Retirement Benefits:** The company has not provided accrued liability on account of gratuity and the same is accounted on "pay as you go" basis.

12. Earnings per share:

	2018-2019	2017-2018
Earnings available to equity share holders	6600185.00	6439546.00
Weighted average number of equity shares	26041586.99	22630685.00
Earnings per share	0.25	0.28

13. Deferred tax

The Company has accounted for taxes on income in accordance with the Accounting Standard –22 taxes on income issued by the Institute of Chartered Accountants of India as follows:-

a) Deferred Tax Asset:-	2018-2019	2017-2018
Opening	86029.00	260493.00
Timing difference in respect of on Current year's depreciation.	(53742.00)	97964.00
Deferred tax Asset Created during the year	64050.00	76500.00
Deferred Tax adjusted in Retained Earnings		
	<u>96337.00</u>	<u>86029.00</u>

b) Deferred Tax income/(expenses) in respect of current years timing difference has been adjusted to current year profit & Loss account	2018-2019	2017-2018
Deferred tax income	(10308.00)	(174464.00)

14. Accounting Standard - 28 :Impairment of assets:

The company does not have any assets for which the carrying amount exceeds the recoverable value. Hence the company does not have any impairment loss as on the balance sheet date.

15. Related Party Disclosure

The company does not have any related party transactions.

JMJ FINANCE LIMITED
(Previously known as Champakara Finance Limited),
FORT, THRISSUR **WEST**

NOTES TO BALANCESHEET

NOTE 2			
SHARE CAPITAL		As on 31.03.2019	As on 31.3.2018
a)	Authorised Capital 37000000 Equity Shares of Rs.10/- each 3000000 Cumulative preference shares of 10 each	40,00,00,000	30,00,00,000
b)	Issued, Subscribed, Called-up & Paid-up capital 26181950 Equity shares of Rs.10/- each (fully called up and paid up) (Previous year: 25549450 Equity shares of Rs. 10/- each:-)	26,18,19,500	25,54,94,500
TOTAL		26,18,19,500.00	25,54,94,500.00

2.2 Number of shares	Shares outstanding at beginning of the year	Shares issued during the year	Shares bought back during the year	Shares outstanding at the end of the year
2.2 Equity Shares	2,55,49,450	6,32,500	0	2,61,81,950
	2,55,49,450	6,32,500	0	2,61,81,950

Note: No share holders have individual holding of more than 5%

NOTE 3		As on 31.03.2019		As on 31.03.2018	
RESERVES & SURPLUS					
a)	Statutory Reserve Balance as per last Balance sheet	13,74,755		86,855	
	Add: Amount transferred from surplus balance in statement of profit and loss	13,20,037	26,94,791.80	12,87,900	13,74,755
b)	Profit and Loss account Balance as per last Balance sheet	-2,17,34,839.00		-2,68,86,485	
	Add: Profit for the year	66,00,185.48		64,39,546	
	Less: Appropriations				
	i) Transfer to General Reserve	0		0	
	ii) Transfer to Reserve Fund	13,20,037.10	-1,64,54,690.61	12,87,900	-2,17,34,839
Total			-1,37,59,899		-2,03,60,084

NOTE 4			
LONG TERM BORROWINGS		As on 31.03.2019	As on 31.03.2018
Bond issue (124610 bond of face value Rs.1000 and 39455 bond of Rs.5000 has been issued for a period of 5 Years. The Rate of interest for 29101 bonds is 14.87% (annually), 120883 bonds is 13%(monthly) and 14081 bonds is 14%(monthly))		32,18,85,000	25,33,49,000
Bank loan (secured by Gold)		4,59,01,988	0
		36,77,86,988	25,33,49,000

NOTE 5		
SHORT TERM BORROWINGS	As on 31.03.2019	As on 31.03.2018
Bond application money	0	0
	0.00	0.00

NOTE 6		
OTHER CURRENT LIABILITIES	As on 31.03.2019	As on 31.03.2018
Audit Fee payable	76,500	67,500
TDS Payable	2,28,030	2,40,397
Salary payable	10,33,338	7,70,931
Salary payable to Directors	1,52,060	1,91,219
Rent payable	3,48,670	2,84,877
Bond interest payable	2,63,62,698	1,85,03,429
Customer suspense a/c	2,63,97,028	75,16,326
ESI payable	66,977	45,978
EPF payable	1,26,298	77,441
Bank suspense	11,90,600	1,55,900
Deceerd account	300	300
Suit filed account	3,95,357	3,39,357
Interest received in advance	52,51,892	69,63,140
Unrealised Interest On NPA Loan Accounts	6,68,49,623	3,36,51,143
HI-WEALTH Kuries	6,69,770	8,15,000
Soverign Kuries	75,000	0
KSFE Kuries	34,00,000	0
Ashlyn Chemmanoor	54,000	0
Phoenix security systems	9,354	0
	13,28,87,495.00	6,96,22,938.00

NOTE 7		
Short term Provisions	As on 31.03.2019	As on 31.03.2018
Provision for Income tax	17,72,249.00	43,98,065
Provision for standard assets & NPA	3,77,83,210	2,50,17,859
	3,95,55,459	43,98,065

NOTE 9		
NON-CURRENT INVESTMENTS	As on 31.03.2019	As on 31.03.2018
INVESTMENT IN SHARES :		
JMJ PLUS KURIES LTD	18,00,000	18,00,000
(360 Shares of face value of Rs.5000/- each)		
KURI INVESTMENT :		
HI-WEALTH KURIES	37,17,861	17,78,065
SOVEREIGN KURIES	6,37,781	1,66,933
KSFE	1,82,56,346	0
	2,44,11,988	37,44,998

NOTE 10	As on 31.03.2018	Recognised during the year	Reversal during the year	As on 31.03.2019
Deferred tax Asset				
In Respect of Depreciation	-1,61,921	-53,742	0	-2,15,663
In Respect of Preliminary Expenses	2,47,950	64,050	0	3,12,000
	86,029	10,308	0	96,337

NOTE 11 CASH AND BANK BALANCES	As on 31.03.2019	As on 31.03.2018
a) Cash & Cash Equivalents:		
Cash on Hand	27,074,895	27,922,449
b) Balances with Banks :		
Dhanalakshmi Bank Ltd	83,615	1,685,790
ICICI Bank	3,305,422	4,331,725
The South Indian Bank.Ltd - Eastfort branch	596,668	2,421,271
The South Indian Bank.Ltd- westfort branch	279,553	279,553
The South Indian Bank.Ltd- Pazhayannur branch	1,035,999	0
The South Indian Bank.Ltd- Karukachal branch	50,000	0
Canara Bank	85,931	892,644
Fixed deposits with Banks	25,597,692	27,492,692
ESSAF Small Finance Bank	257,268	121,340
Karur Vysya Bank	69,363	319,221
State Bank Of India	436,844	34,766
Syndicate Bank	75,008	672,225
Federal Bank Ltd Main TCR	1,787,769	0
Federal Bank Ltd Kumbanad	692,520	0
Federal Bank Ltd Cheruthuruthy	929,672	0
Federal Bank Ltd Vadakkenchery	132,171	0
Federal Bank Ltd Vadanappilly	51,400	0
Federal Bank Ltd Kanjani	98,000	0
Federal Bank Ltd Chalissery	25,000	0
Federal Bank Ltd Coimbatore	155,252	0
TOTAL	62,820,041	66,173,676

NOTE 12 SHORT TERM LOANS AND ADVANCES	As on 31.03.2019		As on 31.03.2018	
Business Loan	293,070,035		283,513,813	
Term Loan	135,025,242		139,388,686	
Gold loan	92,432,138		0	
Simple Loan	72,697		80,609	
Chit Loan	135,000		135,000	
		520,735,112		423,118,108
Building Rent advance		3,353,000		2,463,000
Advance to suppliers		11,000		11,000
Ociuz Solutions		0		15,000
Event factory		23,733		0
Advance (LPG)		1,700		1,700
Advance (KSEB)		9,613		9,613
BSNL Deposit		7,500		7,500
TOTAL		524,141,658		425,625,921

NOTE 13 OTHER CURRENT ASSETS	As on 31.03.2019	As on 31.03.2018
Interest receivable on Loan	134,404,511	63,845,046
Interest receivable on Gold Loan	6,317,426	0
Interest receivable on investments	2,053,666	2,088,006
ESI contribution receivable	0	11,697
EPF contribution receivable	0	53,253
Kuri Loss to be written off	1,385,965	330,991
Commission receivable	0	2,261
Searching expense receivable	4,247,478	1,511,955
Legal expense receivable	3,664,245	1,709,210
Tricodes technologies	39,200	0
	152,112,491	69,552,419

JMJ FINANCE LIMITED, (Previously known as Champakara Finance Limited), WEST FORT, THRISSUR

NOTE 8. FIXED ASSETS - TANGIBLE

Particulars	GROSS BLOCK - COST/BOOK VALUE						DEPRECIATION/AMORTISATION			NET BLOCK	
	Total as at 31.03.2018	Additions/ adjustments during the year	Deductions/ adjustments during the year	Impairments/ reversal during the year	Gross Block as on 31.03.2019	Total as at 31.03.2018	Provided during the year	Deductions/ adjustments during the year	Total as at 31.03.2019	As at 31.03.2018	As at 31.03.2019
Land	16,129,150	775,000	0	0	16,904,150	0	0	0	0	16,129,150	16,904,150
Building	218,170	0	0	0	218,170	82,262	13,817	0	96,079	135,908	122,091
Furniture & Fittings	900,945	536,662	0	0	1,437,607	282,061	66,362	0	348,423	618,864	1,089,184
Computer	3,050,656	712,684	0	0	3,763,340	1,599,252	529,610	0	2,128,862	1,851,403	1,634,477
Telephone Equipments	376,080	20,320	0	0	396,400	48,240	32,375	0	80,615	327,840	315,765
Machinery	68,143	0	0	0	68,143	17,791	4,787	0	22,538	50,382	45,605
Gold weighing machine	14,500	355,500	0	0	370,000	4,699	12,667	0	17,366	9,801	352,634
Electrical equipments	455,101	631,235	0	0	1,086,336	32,404	35,877	0	88,181	422,797	698,355
Motor Car	2,840,000	430,000	0	0	3,270,000	268,876	354,015	0	622,891	2,571,124	2,547,109
Motor bike	396,429	0	0	0	396,429	64,193	39,162	0	103,555	332,236	292,874
TOTAL	24,449,174	3,461,401	0	0	27,910,575	2,399,639	1,108,872	0	3,508,511	22,689,535	24,402,064
INTANGIBLE ASSETS											
Computer Software	946,983	125,080	0	0	1,072,063	657,283	109,815	0	767,098	289,700	304,965
TOTAL	946,983	125,080	0	0	1,072,063	657,283	109,815	0	767,098	289,700	304,965
Grand total	25,396,157	3,586,481	0	0	28,982,638	3,056,922	1,218,687	0	4,275,609	23,339,235	24,707,029
Previous Year	3,949,068	1,603,348	13,149	0	5,539,267	1,027,596	982,387	0	1,979,983	2,921,472	3,589,314

NOTES TO PROFIT AND LOSS STATEMENT

NOTE 14 REVENUE FROM OPERATIONS	As on 31.03.2019	As on 31.03.2018
Interest received on Loan	79,532,049	61,350,534
Interest Received on Gold Loan	9,823,416	126,037
Late Fee	1,474,840	1,493,576
Penal Interest	10,212,838	12,158,341
Excess provision written back	988,554	0
	102,031,697	75,128,488

NOTE 15 OTHER INCOME	As on 31.03.2019	As on 31.03.2018
Commission received	30	907
Profit on Kuri Investment	0	66,320
Dividend received on Kuri Investment	26,076	16,418
Interest received on FD	2,987,488	2,112,454
Miscellaneous income	0	1,710
TOTAL	3,013,594	2,197,809

NOTE 16 EMPLOYEE BENEFITS EXPENSES	As on 31.03.2019	As on 31.03.2018
Salaries	10,794,585	5,934,185
Labour welfare Fund contribution	6,500	960
Employer ESI contribution	495,205	255,727
Employer PF contribution	263,063	326,595
Staff Welfare Expenses	1,308,564	775,668
	12,867,917	7,293,135

NOTE 17 FINANCE COST	As on 31.03.2019	As on 31.03.2018
Bond interest paid	38,180,062	31,988,104
Interest on bank loan	331,136	0
	38,511,198	31,988,104

NOTE 18 OTHER EXPENSES	As on 31.03.2019	As on 31.03.2018
Building rent	3,527,775	2,866,134
Fuel Expenses	2,666,394	1,997,611
Office Inauguration	174,664	293,723
Printing & stationary	403,509	512,387
Electricity charges	680,871	525,481
Postage	19,312	20,338

Professional fees	301,734		627,770
Repairs and maintenance	618,842		208,081
Director's salary	1,882,000		712,906
Telephone charges	1,090,704		876,048
Electrical expenses	18,305		37,707
Travelling expenses	2,031,424		1,746,573
Income Tax paid	175		108,500
News paper and magazine	7,520		23,425
Office Expenses	699,588		423,530
Auditor's Fee:			
For Audit	76,500	67,500	
For Tax Audit	20,000	20,000	
For taxation matters	36,500	26,750	
For expense reimbursed	5,000	5,000	
For certifications	9,000	0	
For GST	22,050	0	119,250
Bank charges	340,903		132,578
Office renovation	515,680		447,483
Advertisement expenses	941,484		1,544,401
Kuri Loss Written Off	73,554		12,259
Annual maintenance contract	122,130		100,300
Business promotion expenses	1,632,865		624,689
Commission & brokerage	7,438,710		5,348,900
Generator expenses	71,430		63,600
Insurance	127,918		101,816
Membership Fee	125,004		0
Provision for Standard assets & NPA	12,765,351		5,009,753
Filing fee	773,939		93,591
Registration Fee	12,767		0
	39,233,601		24,578,834

NOTE 19		
EXTRA ORDINARY ITEM - PRIOR PERIOD ADJUSTMENT	As on	As on 31.03.2018
	31.03.2019	
Excess Depreciation Reversed	0	79,911
TOTAL	0	79,911

Notes forming part of Financial statements for the year ended March 31, 2019.

Note 20 Key Management personals

Joju Madathumpady Johny, Managing Director
Victor John Uruvath, Company Secretary
Sherbin K T , Chief Financial Officer

NOTE 21	As on 31.03.2018	Additions/ (Reversal)	As on 31.03.2019
Provision for standard assets	757,974	181,218	939,192
Provision for Non Performing Assets			
a) For SubStandard assets	7,589,036	(2,458,809)	5,130,228
b) For Doubtful Assets			
Unsecured	9,667,991	3,125,118	12,793,109
Secured	7,002,858	11,917,824	18,920,682
	25,017,859	12,765,351	37,783,210

Note 22

Additional information:

	Previous year	Current year
1. Expenditure in foreign currency	Nil	Nil
2. Earnings in foreign exchange	Nil	Nil
3. Number of non-resident shareholders and dividends remitted to them	Nil	Nil

Note 23. Contingent liability not provided for - NIL

Note 24. Previous year's figures have been regrouped and rearranged wherever necessary to suit current year layout. Figures have been rounded to nearest rupee.

For and on behalf of Board

1. Joju Madathumpady Johny

(DIN 02712125)

(Managing Director)

Sd/-

As per our report of even date attached
For M/s RAMDAS & VENUGOPAL

2. Shaji T D

(DIN 08043511)

(Director)

Sd/-

Sd/-

3. Victor John Uruvath

Company Secretary

Sd/-

CA.T.T.Shajan.B.SC., F.C.A, DISA (ICAI)

Partner [M.No.211270]

4. Sherbin K T

Chief Financial Officer

Sd/-

Chartered Accountants.

Firm Regn No. 010669S

Thrissur

05.09.2019

Thrissur

05.09.2019

JMJ FINANCE LIMITED, THRISSUR

Annexure - I - DEPRECIATION AS PER IT RULES

Description of assets	Opening WDV	Additions		Deletions	Total	Rate of Deprn.	Amount of Deprn.	Closing WDV
		Before 01-10-2018	After 01-10-2018					
Land	16129150.00	775000.00	0.00	0.00	16904150.00		0.00	16904150.00
Building	159046.00	0.00	0.00	0.00	159046.00	10%	15905.00	143141.00
Computer	1222195.31	80780.00	631904.00	0.00	1934879.31	40%	647571.00	1287308.31
Furniture & Fittings	681333.64	44778.00	491884.00	0.00	1217995.64	10%	97205.00	1120790.64
Telephone Equipments	273475.82	16720.00	3600.00	0.00	293795.82	15%	43799.00	249996.82
Machinery	37038.04	0.00	0.00	0.00	37038.04	15%	5556.00	31482.04
Gold weighing machine	7000.53	54000.00	301500.00	0.00	362500.53	15%	31764.00	330736.53
Electrical equipment	384916.62	17190.00	614045.00	0.00	1016151.62	15%	106369.00	909782.62
Motor Car	2414000.00	430000.00	0.00	0.00	2844000.00	15%	426600.00	2417400.00
Motor bike	299559.93	0.00	0.00	0.00	299559.93	15%	44934.00	254625.93
Software	241785.62	84960.00	40120.00	0.00	366865.62	40%	138722.00	228143.62
TOTAL	21849501.51	1503428.00	2083053.00	0.00	25435982.51		1558425.00	23877557.51



jmj
Finance Ltd.

Witness	Signature
Name:	
Address:	

Place:

Date:

Please fill this Nomination form in Duplicate after carefully reading the instructions given below:

1. A nomination is a written mandate given by a shareholder to a company describing a particular person, to whom the shares held in the company shall vest in the event of death of the shareholder/ all joint holders. The Nomination can be made by individuals only holding shares singly or jointly. Non-individuals including Society, Trust, Body Corporate, Partnership firm, Karta of Hindu Undivided Family and Power of Attorney holder cannot nominate.
2. Shareholders holding shares in dematerialized mode, nomination is required to be filled with the Depository Participants (DPs) in their prescribed form.
3. The nominee shall not be a Trust, Society, Body Corporate, Partnership firm, Karta of Hindu Undivided Family and power of attorney holder.
4. The shareholder [s] can nominate a minor as a nominee and in that event the name and address of the guardian shall be provided.
5. As per section 72 of Companies Act 2013, if the shares are held by more than one person jointly, then the joint holders may together nominate a person to whom all the rights in the shares of the Company shall vest, in the event of death of all the joint holders.
6. If the shares are held jointly, subsequent to the death of anyone of the holders, the shares would not be registered in favour of the nominee but would be transferred in the name of the surviving shareholders (jointholder).
7. The nomination form filled in "duplicate" should be lodged with the Company. One copy of the nomination form will be returned to the shareholder after registering the nomination. The registration number allotted will be furnished in the said form.
8. The shareholder[s] can Cancellation or change an earlier nomination by executing Form No. SH-14 (Cancellation or Variation of Nomination form).
9. Nomination stands cancelled whenever the shares in the given folio are transferred /dematerialized. Also in case of change in folio due to consolidation/ transmission a new nomination has to be filed.
10. Kindly note that the nomination being a legal document should be dated by the nominator and the witness should certify that the nominator has signed the form in their presence. Furthermore the date of execution on the Nomination Form should match with the date of witness, witnessing the document.
11. A copy of photo identity proof (like PAN/Passport) of nominee is required.

FOR OFFICE USE ONLY

Nomination Registration No.	Date of Registration	Signature of Employee with Code No.



**Form No. SH-13
NOMINATION FORM**

(Form for nominating persons in whom rights relating to securities/shares shall vest in the event of death of shareholder(s))

[Pursuant to section 72 of the Companies Act, 2013 and rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014]

To
JMJ FINANCE LIMITED
 Door No.21/349/29, West Fort Tower,
 Civil Lane Road, West Fort Junction,
 Poothole P.O.
 Thrissur - 680004

I/We the holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death.

(1) PARTICULARS OF THE SECURITIES (in respect of which nomination is being made)

Nature of securities	Folio No.	No. of securities	Certificate No.	Distinctive No.	
				From	To

(2) PARTICULARS OF NOMINEE/S —

Name		Date of Birth	DD/MM/YYYY
Father's/Mother's/ Spouse's name		Occupation	
Address PIN Code		Nationality	
Relationship with the security holder		Phone No.	
E-mail id		Mobile No.	
Signature of Nominee		IT PAN /Others	

(3) IN CASE NOMINEE IS A MINOR—

Name		Date of Birth	DD/MM/YYYY
Name of guardian:		Date of attaining majority	DD/MM/YYYY
Address of guardian		Relationship with Minor	

Name of Security Holder(s)	Signature
1.	
2.	
3.	



CIN: U65910KL1996PLC010270

Regd. Office: Door No.21/349/29, West Fort Tower, Civil Lane Road, West Fort Junction,
Poothole P.O, Thrissur, Kerala - 680004
Tel: 04872388174 E-mail: jmj@jmjcompany.com Website: www.jmjcompany.com

2.	To appoint a director in place of Smt. Shiny Joju (DIN: 08205263) who retires by rotation and being eligible, offers herself for re-appointment as a Director.		
3.	To appoint a director in place of Shri. Joel Joju Madathumpady, Director (DIN: 08205250) who retires by rotation and being eligible, offers himself for re-appointment as a Director.		
4.	To consider and approve the re-appointment of current statutory auditors, M/s Ramdas & Venugopal, Chartered Accountants Thrissur as Statutory Auditors		
Special Business			
5.	Regularisation of appointment of Shri. Shaji Devassykutty Thajvalappil (DIN: 08043511) as Director.		
6.	Regularisation of appointment of Shri. Nelayiparambil Rappai Roy (DIN: 08043543) as Director.		
7.	Appointment of Shri. Sajeeth Mohammed Salim (DIN: 02761322) as Independent Director		
8.	Appointment of Shri. Piskala Kumareshbabu Kuppusamy (DIN: 07872758) as Independent Director		
9.	Issuance of Secured Redeemable Non-convertible Debentures on private placement		

Signed this..... day of September 2019

Signature of shareholder

Signature of Proxy holder(s)

Affix
Rs.1/-
Revenue
Stamp

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, **not less than 48 hours** before the commencement of the Meeting.
2. A Proxy form which does not state the name of the Proxy shall not be considered valid. Undated Proxy shall not be considered valid. Proxies which are incomplete will not be valid.
3. A Proxy shall not have right to speak and shall not vote on a show of hands.
4. Vote should be cast either in "For" (if favour the resolution), or in "against" (if you are against the resolution) by putting a tick mark (✓) in appropriate columns.

For Office Use only

Date of receipt:



CIN: U65910KL1996PLC010270

Regd. Office: Door No.21/349/29, West Fort Tower, Civil Lane Road, West Fort Junction,
Poothole P.O, Thrissur, Kerala - 680004
Tel: 04872388174 E-mail: jmj@j mjcompany.com Website: www.jmjcompany.com

Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014]

CIN:	U65910KL1996PLC010270
Name of the company:	JMJ FINANCE LIMITED
Registered office:	Door No.21/349/29, West Fort Tower, Civil Lane Road, West Fort Junction, Poothole P.O. Thrissur KL- 680004
Name of the member(s):	
Registered address:	
Email Id:	
Folio No./Client Id:	
DP ID:	

I/We, being the member (s)/holder of shares of the above named company,
hereby appoint-

1	Name:	
	Address:	
	E-mail Id:	
	Signature:	

Or failing him/her

2.	Name:	
	Address:	
	E-mail Id:	
	Signature:	

Or failing him/her

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

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 23rd Annual General Meeting of the company, to be held on 30.09.2019 (Monday) at 11.00 a.m. at Door No.21/349/29, West Fort Tower, Civil Lane Road, West Fort Junction, Poothole P.O, Thrissur, Kerala – 680004 and any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Particulars	For	Against
Ordinary Business			
1.	To receive, consider, approve and adopt the Audited financial statements of the Company for the Financial year ended March 31, 2019 and the reports of the Board of Directors and Auditors thereon.		



jmj
Finance Ltd.

ATTENDANCE SLIP

(To be presented at the entrance of the AGM venue)

23RD ANNUAL GENERAL MEETING ON 30TH SEPTEMBER, 2019 (MONDAY) AT 11.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT DOOR NO.21/349/29, WEST FORT TOWER, CIVIL LANE ROAD, WEST FORT JUNCTION, POOTHOLE P.O. THRISSUR, KERALA- 680004

Regd. Folio No. _____

No. of shares held _____

I hereby record my presence at the 23rd Annual General Meeting of the Company on 30th September, 2019 (Monday) at 11.00 a.m. at Door No.21/349/29, West fort Tower, Civil Lane Road, West Fort Junction, Poothole P.O, Thrissur, Kerala- 680004.

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

Note:

1. Please duly fill & sign this attendance slip and hand it over at the entrance of the hall where meeting is held.
2. Members may bring their copy of notice of AGM for the meeting.
3. In case of any doubts/clarifications, the member may contact the company staff at the entrance.

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Interest
11%
Onwards →



(U65910KL1996PLC010270)

jmj group of companies



Branches

- ❖ Thrissur Main
- ❖ Wadakkanchery
- ❖ Varandarappilly
- ❖ Chalissery
- ❖ Valapad
- ❖ Kozhenchery
- ❖ Adoor
- ❖ Pathirippala
- ❖ Thrissur
- ❖ Kanjany
- ❖ Kaiparambu
- ❖ Vadakkencherry
- ❖ Mala
- ❖ Kidangoor
- ❖ Kalathipady
- ❖ Pathanapuram
- ❖ Irinjalakuda
- ❖ Vadanappally
- ❖ Mathilakam
- ❖ Karukachal
- ❖ Pavaratty
- ❖ Pathanamthitta
- ❖ Chalakkudy
- ❖ Angamaly
- ❖ Cherpu
- ❖ Pazhayannur
- ❖ Kumbanad
- ❖ Althara
- ❖ Changaramkulam
- ❖ Kollengode
- ❖ Cheroor
- ❖ Cheruthuruthy
- ❖ Palakkad
- ❖ Nemmara
- ❖ Mannuthy
- ❖ Thumpamon
- ❖ Chittur

Tamil nadu & Karnataka Branches

- ❖ Coimbatore
- ❖ Ganapathy
- ❖ Selvapuram
- ❖ Edayarpalayam
- ❖ Ganganagar



(U65910KL1996PLC010270)

Regd. Office (HO) : Door No.21/349/29, West Fort Tower, West fort junction, Thrissur-680004
Tel: 0487 2388 174 | 81 11 83 77 00