



2016 - 2017



GALADA FINANCE LIMITED

THIRTY FIRST ANNUAL REPORT 2016-17

GALADA FINANCE LIMITED

BOARD OF DIRECTORS	Justice P Bhaskaran	Chairman
	Mr J Ashok Galada	Managing Director
	Mr Naveen Galada	Director
	Mr K Ramu	Director
	Mr S Venkatakrishnan	Director
	Mrs.R.S. Indiara	Director
COMPANY SECRETARY	Ms Alpa Jain	Company Secretary
BANKERS	Indian Bank, Uthamar Gandhi Salai, Nungambakkam, CHENNAI 600 034	
AUDITORS	M/s. Chandarana & Sanklecha, Chartered Accountants, II Floor, 137, Nainiappa Naicken Street, CHENNAI 600 003	
REGISTERED AND CORPORATE OFFICE	“Shanti Sadan” Old No.4 (New No. 7) Shaffee Mohammed Road, Thousand Lights CHENNAI 600 006 Tel : 28294830, 43099009, 28294831 Telefax : 28294830 E-mail : galadafinancelimited@yahoo.co.in Website : www.galadafinance.in	
REGISTRARS AND SHARE TRANSFER AGENTS	M/s. Cameo Corporate Services Ltd, 'Subramanian Building', No.1, Club House Road, Chennai 600 002 Phone : 28460390-28460394 Fax : 28460129 E-mail : cameo@cameoindia.com Website: www.cameoindia.com	

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NOTICE OF THE 31ST ANNUAL GENERAL MEETING TO THE MEMBERS

Notice is hereby given that the Thirty First Annual General Meeting of the members of Galada Finance Limited will be held on Saturday, 23rd day of September, 2017 at 04.00 p.m. at the registered office of the Company situated at "SHANTHI SADAN", O.No.4, N.No.7, Shaffee Mohammed Road, Thousand Lights, Chennai 600 006, to transact the following businesses:

Ordinary Business

1. To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2017, the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. J. Ashok Galada (DIN: 00042295), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment and whose office shall be subject to retire by rotation as per the Companies Act, 2013.
3. To appoint Auditors in place of retiring auditors and fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made there under, Miss Diyali B. Chartered Accountant, (Membership No. 242354,), having address @A9, Maruti Apartments, #87, Dr, Alagappa Road, Puraswalkam, Chennai 600 084, be and is hereby appointed as the Statutory Auditors of the Company, to hold office for a period of five years from the conclusion of this Annual General Meeting to be ratified by members at every AGM, at such remuneration to be recommended by the Audit Committee of the Board of Directors and finalized by the Board of Directors in consultation with the Statutory Auditors.

SPECIAL BUSINESS

4. To consider re-appointment of Mr. J. ASHOK GALADA (DIN : 00042295) as Managing Director for a further period of 5 (five) years and to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and

the relevant rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the re-appointment of Mr. J. Ashok Galada (DIN: 00042295) as Managing Director of the Company, for a period of 5 (Five) years with effect from 01 April 2017, on the remuneration of Rs. 1,25,000 per month and other terms and conditions as set out in the Statement annexed to the Notice convening this Meeting be and is hereby approved and ratified, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit and as may be acceptable to Mr. J. Ashok Galada (DIN: 00042295), subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT in case of inadequacy of profit, Mr. J. Ashok Galada (DIN: 00042295) shall be entitled for the minimum remuneration in accordance with Section II of Part II of Schedule V of the Companies Act, 2013 as amended from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

For and on behalf of the Board of Directors

JUSTICE P. BHASKARAN
DIN: 00126136

Date: 29-07-2017
Place: Chennai

Notes:

1. A member entitled to attend and vote at the Annual General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. Brief resume Shri J. Ashok Galada (DIN 00042295) proposed to be re-appointed such as nature of his expertise in specific functional areas, names of companies in which he hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors *inter-se* as stipulated under the Listing Regulations with the Stock Exchanges is given below

PARTICULARS	DETAILS
Name of the Director	Shri J. Ashok Galada
Date of Birth	13.06.1952
Date of Appointment	25.03.1986
Qualification	B.Com,
Experience in specific functional areas	Having experience in finance business for more than 4 decades
List of Companies in which outside Directorships held	1. GALADA HOUSING LIMITED 2. GALADA TRADES LIMITED 3. FINANCE COMPANIES ASSOCIATION (INDIA) LTD
Chairman/ Member of the Committee of the board of Directors of the Company COMMITTEE	MEMBER OF STAKE HOLDERS RELATIONSHIP
Chairman/ Member of the Committee of the other Companies in which he is a Director.	NIL

4. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

6. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.
7. The Register of Members and Transfer Books of the Company will be closed from Sunday, 17th September, 2017 to Saturday, 23rd September 2017, both days inclusive.
8. Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend, if any. The Company or its Registrars and Transfer Agents, Cameo Corporate Services Limited ("Cameo") cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant by the members.
9. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to Cameo.
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to Cameo.
11. The Notice of the AGM along with the Annual Report 2016-17 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
12. To support the 'Green Initiative', Members who have not registered their e-mail addresses so far are requested to register the same.
13. In compliance with the provisions of section 108 of the Act and the Rules framed thereunder, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all resolutions set forth in this Notice.

The procedure and instructions for e-voting are as follows:

The voting period begins on 20th September 2017 9.00 hours and ends on 21st September 2017 17.00 hours. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 16th September 2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (i) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID

For CDSL: 16 digits beneficiary ID,

For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

- a. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.

- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. (Sequence number has been provided as Serial Number (SL NO.) in the Address Label In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details o Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (i) After entering these details appropriately, click on “SUBMIT” tab.
- (ii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (iii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (iv) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (v) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (vi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

- (vii) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (viii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (ix) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (x) If a Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xi) Note for Non – Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

After receiving the login details they have to create a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.

The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
- (xiii) Corporate/Institutional Members (corporate /FIs/FILs/Trust/Mutual Funds/Banks, etc) are required to send scan (PDF format) of the relevant Board resolution to the Scrutinizer through e-mail to Scrutiniser email id csnagarajan@gmail.com or csnaga2@gmail.com with copy to Cameo email id Investor@cameoindia.com. The file scanned image of the Board Resolution should be in the naming format “Corporate Name_ Event no.”
- (xiv) Kindly note that the members can opt only one mode for voting i.e. either by polling paper or e-voting. If you are opting for e-voting, then you will not be allowed to vote at the AGM.

C. Other Instructions:

- i. The e-voting period commences on 20th September 2017 9.00 hours and ends on 21st September 2017 17.00 hours. During this period, Members of the Company, holding shares

either in physical form or in dematerialized form, as on 16th September, 2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, he shall not be allowed to change it subsequently.

- ii. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on 16th September, 2017.
- iii. Shri V. Nagarajan, proprietor M/s V. Nagarajan & Co., Company Secretaries in practice (Membership No. 5626), has been appointed as the Scrutinizer to scrutinize the e-voting process (including the Ballot Form received from the Members who do not have access to the e-voting process) in a fair and transparent manner
- iv. The Scrutinizer shall, within a period not exceeding three working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- vi. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.galadafinance.in and on the website of CSDL within three days of the passing of the resolutions at the AGM of the Company on 23rd September 2017 and communicated to the Stock Exchange, where the shares of the Company are listed.
- vii. Shareholders who have availed remote voting facility will not be allowed to cast their vote at the AGM.
- viii. The voting at the AGM shall take place by means of polling paper as per the provisions of the Companies Act, 2013 and shareholders attending the meeting who have not cast their vote by remote voting shall be able to exercise their right at the meeting.

**STATEMENT ANNEXED TO NOTICE
(PURSUANT TO PROVISION OF SEC. 102 (1) OF THE
COMPANIES ACT, 2013)**

Explanatory statement for item no.4

Mr. J Ashok Galada (DIN: 00042295) was reappointed as a Managing Director of the Company vide a Special resolution passed in the Twenty Eighth Annual General Meeting held on 27th September, 2014 for a period of 3 years ending on 31st March 2017. He was re-appointed as the Managing Director in the Board Meeting held on 28th January 2017 subject to the approval of the members for a period of five years ending on 31st March 2022.

Mr. J. Ashok Galada, 65 years, graduated with a B. Com. degree from A.M. Jain College, Chennai in 1972. He has over 40 years of experience in the financial sector. He has been associated with the Company since its incorporation on 25th March 1986 and currently bears overall responsibility for managing the affairs of the Company.

With more than four decades of experience, he has successfully concluded complex commercial transactions on behalf of the Company, thereby leading the Company to attain the desired scale, size and profitability.

In the capacity of Managing Director, Mr. J. Ashok Galada is entrusted with substantial powers of management and is responsible for meeting the growth targets of the Company. Mr. J. Ashok Galada was instrumental in spearhead the growth mantle of the Company.

Mr. J. Ashok Galada is a member of the Shareholders'/ Investor Grievance Committee of the Company.

His tenure as a Managing Director ceased on March 31, 2017 and based on the recommendation received from the Nomination and Remuneration Committee and in view of the contributions made by him, it is proposed to reappoint Mr. J. Ashok Galada as a Managing Director of the Company for a further period of five years commencing from April 01, 2017 on the remuneration set-out below:

A. Basic salary:

With authority to the Board of Directors to revise the basic salary from time to time taking into account the performance of the Company, subject however to a ceiling of Rs. 1,25,000 (Rupees One lakhs Twenty Five Thousand only) per month.

If re-appointed, Mr. J. Ashok Galada will hold office for a term of 5 years, which will end at the close of the financial year 2021 - 2022. Mr. J. Ashok Galada satisfies the conditions set out in Section 196(3) and Part 1 of Schedule V of the Companies Act, 2013.

Mr. J. Ashok Galada has given his consent to act as a Managing Director of the Company. Further as per the declarations received by the Company, Mr. J. Ashok Galada is not disqualified under Section 164 of the Companies Act, 2013.

Mr. J. Ashok Galada holds 141,850 equity shares of Rs. 10 each in the Company as on 31st March 2017. He is not related to any of the Directors of the Company except Mr. Naveen Galada. The directorships held by Mr. J. Ashok Galada are within the limits prescribed under Section 165 of the Companies Act, 2013. In terms of Regulation 17 of SEBI LODR, 2015 Mr. J. Ashok Galada holds directorships and committee memberships in the other companies as given in the notes to the notice above.

DIRECTORS' REPORT

To,

The Members,

Your Directors have pleasure in presenting their 31st Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2017.

a) Financial summary or highlights/Performance of the Company (Standalone)

The financial results for the year ended 31st March 2017 are given below

Description	For the year ended 31 st March 2017	For the year ended 31 st March 2016
Total Income	17,614,874	15,423,465
Total Expenditure	14,548,894	12,256,837
Profit before tax	3,065,980	3,166,628
Tax	701,500	871,000
Profit after tax	2,364,480	2,295,628
Add : Opening Balance	14,320,158	12,484,530
Less : Transfer to Statutory Reserve	4,73,000	4,60,000
Closing Balance to be carried to Balance Sheet	16,211,638	14,320,158
EPS	0.79	0.77

b) Dividend

Your directors wish to retain the profit for the growth and development of the Company. Hence no dividend is recommended for the financial year ending 31st March 2017.

c) Reserves

During the year an amount of Rs.473,000/- (Rupees Four Lakhs Seventh Three Thousand only) is transferred to Statutory Reserve as per Section 45-IC of the Reserve Bank of India Act, 1934.

d) Brief description of the Company's working during the year/State of Company's affairs

During the year under report, the Company extended hire purchase finance to the tune of Rs. 521.73 lakhs and financing under other credit facility of Rs. 158.55 lakhs.

The total income of the Company is at Rs.176.15 lakhs during the year under review as against Rs.154.23 lakhs in the previous financial year; and the profit before tax during the year under review is at Rs. 30.65 lakhs as compared to Rs.31.67 lakhs in the previous financial year; and that profit after tax during the year under review is at Rs. 23.64 lakhs as compared to Rs.22.96 lakhs in the previous financial year.

There is no separate reportable segment as per Accounting Standard - 17 as the operation related to one segment

- e) Information required under Non-Banking Financial Companies Acceptance Of Public Deposits (Reserve Bank) Directions, 1998

There are no instance where the public deposit of the company have not been claimed by the depositors or not paid by the company after the date on which the deposit became due for repayment.

As such the total amount due under such accounts remaining unclaimed or unpaid beyond the dates referred to above was NIL.

- f) Change in the nature of business, if any

There is no significant change in the activities of the company. Your Company continues to advance finance under the various categories as in previous years.

- g) Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report

No Material changes occurred subsequent to the close of the financial year of the Company to which the balance sheet relates and the date of this report.

- h) Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future

There are no instances wherein significant and material orders passed by regulators or courts or tribunals had impacted the going concern status and company's operations.

- i) Details in respect of adequacy of internal financial controls with reference to the Financial Statements.

The Company's Internal Control System is designed to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance with laws and regulations. Adequate Internal Control Systems and checks are in place, commensurate with the size of the Company and nature of its business. The management exercises financial control on the operations through a well defined monitoring process and standard operating procedures.

- j) Vigil Mechanism / Whistle Blower Policy

The company has a Vigil Mechanism Policy to deal with any instance of fraud or mismanagement. The details of the Policy are explained in the Corporate Governance Report and are also posted on the website of the company.

- k) Details of Subsidiary/Joint Ventures/Associate Companies

Your Company do not have a Subsidiary/Joint Venture/Associate Company as such instances of reporting does not arise.

- l) Performance and financial position of each of the subsidiaries, associates and joint venture companies included in the consolidated financial statement.

As there are not subsidiaries, associates and joint venture companies, instances of reporting on their performance and financial position does not arise.

- m) The details relating to deposits, covered under Chapter V of the Act,-

(a)	accepted during the year including renewal of interest accrued on renewal of existing deposits;	Rs.6,32,000/- (See Note)
(b)	remained unpaid or unclaimed as at the end of the year;	Nil
(c)	whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved (i) at the beginning of the year; (ii) maximum during the year; (iii) at the end of the year;	 Nil Nil Nil
(d)	The details of deposits which are not in compliance with the requirements of Chapter V of the Act;	Nil

Note :

Of the above Rs. 5.32 lakhs repaid as directed by RBI, Rs.1 lakh exempted deposit renewed by director retained.

n) Statutory Auditors

Pursuant to the new requirement of Section 139 (2) of the Companies Act, 2013 M/s Chandarana & Sanklecha, Statutory Auditors (Firm Registration No. 000557S) retire by rotation at the ensuing annual general meeting of the company it was decided to appoint Miss Diyali B. Chartered Accountant (Membership No.242354) who has confirmed her eligibility under Section 141(3) of the Companies Act 2013 and the Rules framed there under for appointment as Auditors of the Company. As required Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Erstwhile Listing Agreement) The proposed auditors have also confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accounts of India. As required by Section 139 (1) of the Companies Act, 2013 the appointment of Statutory Auditors is placed before the members for approval.

o) Auditors' Report

The Board of Directors wish to state that the Auditors' Report on the Audited Financial Statement of the Company for the year ended 31st March 2017 do not contain any qualification, reservation or adverse remark, so need not require any explanation or comment

p) Share Capital

I. Issue of equity shares with differential rights

The Board of Directors wish to inform that there are no instance during the financial year for issue of equity shares with differential rights as such the requirement for providing details as provided in rule 4 (4) of Companies (Share Capital and Debentures) Rules, 2014 does not arise.

II. Issue of sweat equity shares

The Board of Directors wish to inform that there are no instance during the financial year for issue of sweat equity shares as such the requirement for providing details as provided in rule 8 (13) of Companies (Share Capital and Debentures) Rules, 2014 does not arise.

III. Issue of employee stock options

The Board of Directors wish to inform that there are no instance during the financial year for issue of employee stock options as such the requirement for providing details as provided in rule 12 (9) of Companies (Share Capital and Debentures) Rules, 2014 does not arise.

q) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees

The Board of Directors wish to inform that there are no instance during the financial year where the company had made provision of money for purchase of its own shares by employees or by trustees for the benefit of employees as such the requirement for providing details as provided in rule 16 (4) of Companies (Share Capital and Debentures) Rules, 2014 does not arise

r) Extract of the annual return

The extract of the annual return for the financial year ended on 31st March 2017 as required by Section 92 (3) of the Companies Act, 2013 is provided as Annexure "A"

s) Information as per Section 134(3)(m) of the Companies Act, 2013

The company has no activity relating to consumption of energy or technology absorption. The company does not have any foreign exchange earnings and outgo during the year.

t) Corporate Social Responsibility (CSR)

The Corporate Social Responsibility (CSR) which is applicable to every company having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during any financial year is Not applicable and as such instances of disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 does not arise.

u) Directors:

At the forthcoming AGM, Shri J. Ashok Galada, Managing Director is being re-appointed for a period of two years w.e.f. 1st April 2017 and Mr Naveen Galada, Director is liable to retire by rotation and being eligible has offered himself for re-appointment

Your Directors recommend the re-appointment of the Managing Director and director retiring by rotation to the members.

v) Declaration from Independent Director(s)

The Company had received necessary declaration from each independent Director of the Company under Section 149 (7) of the Companies Act, 2013 that each of them meets with the criteria of their independence as laid down in Section 149 (6).

w) Formal Annual Evaluation The Board periodically evaluates its own performance and that of its committees and individual directors. .

x) Disclosure under Sexual Harassment of Women At Workplace (Prevention, Prohibition and Redressal) Act, 2013

Your company has always believed in providing a safe and harassment free work place for every individual working in the company's premises through various interventions and practices. The company always endeavours to create and provide an environment that is free from discrimination and harassment including sexual harassment. The company does not have a formal Anti Sexual Harassment policy in line with the requirements of the The Sexual Harassment of Workmen at th the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal complaints committee has been set up to redress complaints contractual, temporary and trainees are covered under the policy.

The following is the summary of sexual harassment complaints received and disposed off during the 2016-17:

No. Of complaints received : NIL

No. Of complaints disposed off : NIL

y) Meetings of the Board of Directors

Composition and category of Board of Directors

The Board of Directors of the company comprises of Executive, Non-Executive and Independent Directors. In all there are six Directors, Two Executive and four Independent Directors.

Name of the Director	Designation	Category
Mr. J. Ashok Galada	Managing Director	Promoter and Executive Director
Mr. Naveen Galada	Director	
Justice P Bhaskaran	Chairman	Independent and Non-Executive Director
Mr S Venkatakrishnan		
Mr K Ramu		
Mrs. Indira Srinivasan Royakottam	Director	Independent and Non-Executive Director

Attendance of each Director at Board Meetings, last Annual General Meeting and Number of other Directorships and Membership/Chairmanship of Committees of each Director in various Companies forms part of Corporate Governance Report.

z) Audit Committee

The Audit Committee comprised of the following directors for the year ended 31st March 2017.

Name of members	Status in Committee	Nature of Directorship
Justice P Bhaskaran	Chairman	Independent and Non- executive Director
S. Venkatakrishnan	Member	
K. Ramu	Member	

The terms of reference of the Audit Committee are as per the guidelines set out in the listing Regulations with the stock exchange and these also confirm to the provisions of the Companies Act, 2013. The details of date of the meeting of the committee and attendance of each Director along with scope of Audit Committee are given in the Corporate Governance Report.

The Board has not rejected any proposal / recommendations of the Audit Committee during the year.

x) Details of establishment of vigil mechanism for directors and employees

The Company has a Vigil Mechanism named “Whistle Blower Policy” to deal with genuine concerns raised by the Directors/employees, if any. The details of the Whistle Blower Policy is explained in

the Corporate Governance Report and also posted on the Company's website www.galadafinance.in

ab) Nomination and Remuneration Committee

The Nomination and Remuneration Committee comprised of the following directors for the year ended 31st March 2017

Name of members	Status in Committee	Nature of Directorship
K. Ramu	Chairman	Independent and Non- executive Director
Justice P. Bhaskaran	Member	
S. Venkatakrishnan	Member	

ac) Particulars of loans, guarantees or investments under section 186

The Company has not given any loans or Guarantees covered under the provisions of Section 186 of the Companies Act, 2013. The details of the Investments made by Company are given in the notes to the financial statements.

ad) Particulars of contracts or arrangements with related parties:

All related party transaction that was entered into during the financial year was on an arm's length basis in the ordinary course of business. There are no 'material' contracts or arrangements or transactions which were not at arm's length basis and therefore disclosure in form AOC -2 is not required.

All Related Party Transactions are placed before the Audit Committee as also the Board for approval. Prior omnibus approval of the Audit Committee is obtained for the transactions which are foreseeable and repetitive nature. For the transactions entered into pursuant to the omnibus approval so granted, a statement giving details of all related party transactions is placed before the Audit Committee and the board of Directors for their approval on a quarterly basis.

ae) Managerial Remuneration:

Disclosure of remuneration under section 197 (12) of the companies act, 2013 read with rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided at Annexure "B"

af) Secretarial Audit Report

The Board of Directors of the company had appointed Mr. V. Nagarajan of M/s V. Nagarajan & Co., Company Secretaries in Practice (Membership No. FCS 5626/CP 3288), having address at No. 29 Kavarai Street, West Mambalam, Chennai 600 033 who has conducted the Secretarial Audit of the Company for the Financial Year 2016-17. The Secretarial Audit report issued by him is attached to this report as Annexure – "C". As there are no qualifications, reservation or adverse remark or disclaimer made by the Company secretary in whole time practice in the secretarial audit report, the need for providing explanation or comments on the same by the Board of Directors does not arise

ag) Corporate Governance Certificate

The Compliance certificate from the auditors regarding compliance of conditions of corporate governance as stipulated in SEBI (LODR), 2015 is provided as Annexure "D" to this report.

ah) Corporate Governance Report

The Company is committed to maintain the standards of corporate governance and adhere to the corporate governance requirements set out by SEBI.

The Report on corporate governance as stipulated under SEBI (LODR), 2015 forms part of the Annual Report and is attached as Annexure-E.

The requisite certificate from the Auditors of the Company confirming compliance with the conditions of corporate governance as stipulated under the aforesaid SEBI (LODR), 2015, is attached to the Report on corporate governance.

ai) Management's Discussion and Analysis Report

Management's Discussion and Analysis Report for the year under review, as stipulated under Schedule V (Regulations 34(3) and 53(f)) of SEBI (LODR), 2015 with the Stock Exchanges in India, is presented in a separate section forming part of the Annual Report.

aj) Risk management policy

A Risk Management Policy for the Company has been adopted by the Board. The Company manages risk through a detailed Risk Management Policy framework which lays down guidelines in identifying, assessing and managing risks that the businesses are exposed to. Risk is managed by the Board through appropriate structures that are in place.

ak) Directors' Responsibility Statement

The terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, the directors state that:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) the directors 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; and
- (e) the directors, in the case of a listed company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (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.

al) Acknowledgements

Your Directors would like to express their appreciation for the assistance and co-operation received from the financial institutions, banks, Government authorities, customers, vendors and members during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff and employees.

For and on behalf of the Board of Directors

Justice P Bhaskaran

Chairman

DIN:00126136

Date: 29.07.2017

Place: Chennai

ANNEXURE 'A' TO THE DIRECTORS' REPORT
Form No. MGT-9
**EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31ST March 2017**

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

CIN	L65191TN1986PLC012826
Registration Date	25th March, 1986
Name of the Company	Galada Finance Limited
Address of the Registered office and contact details	<p>"Shanti Sadan" O.No.4, N.No.7 Shaffee Mohammed Road Thousand Lights, Chennai 600 006 Ph. No. 044 - 28294830 ; 044 – 43099009 email : galadafinancelimited@yahoo.co.in Website : www.galadafinance.in</p>
Category / Sub-Category of the Company	Company limited by shares
Whether listed company	Yes
Name Address and Contact details of Registrar and Transfer Agent, if any	<p>M/s Cameo Corporate Services Limited Subramanian Buildings, 5th Floor No.1, Club House Road, Chennai 600 002 Phone No. 044 - 28460390 to 28460394 Fax no. 044- 28460129 e-mail : investor@cameoindia.com</p>

- | | |
|--|---|
| II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY | Primarily into the Business of Financing under Hire Purchase, Hypothecation and Other Credit Facilities |
| III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES | NIL / NOT APPLICABLE |

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)			
(i) Category-wise Share Holding			
Name of the Company		GALADA FINANCE LIMITED	
Face Value		10 /-	
Paid up Shares as on 01-Apr-2016		3000000	
Paid up Shares as on 31-Mar-2017		3000000	
For the Period From		01-Apr 2016	To : 31-Mar 2017

Category code	Category of Shareholder	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A.	SHAREHOLDING OF PROMOTER AND PROMOTER GROUP									
1.	INDIAN									
a.	INDIVIDUALS/HINDU UNDIVIDED FAMILY	817079	0	817079	27.24	817079	0	817079	27.24	0.00
b.	CENTRAL GOVERNMENT/STATE GOVERNMENT(S)	0	0	0	0	0	0	0	0.00	0.00
c.	BODIES CORPORATE	0	0	0	0	0	0	0	0.00	0.00
d.	FINANCIAL INSTITUTIONS/BANKS	0	0	0	0	0	0	0	0.00	0.00
e.	ANY OTHER - BODIES CORPORATES	563700		563700	18.79	563724		563724	18.79	0.00
	SUB - TOTAL (A)(1)	1380779	0	1380779	46.03	1380803	0	1380803	46.03	0.00
2.	FOREIGN									
a.	INDIVIDUALS (NON-RESIDENT INDIVIDUALS/ FOREIGN INDIVIDUALS)	0	0	0	0	0	0	0	0.00	0.00
b.	BODIES CORPORATE	0	0	0	0	0	0	0	0.00	0.00
c.	INSTITUTIONS	0	0	0	0	0	0	0	0.00	0.00
d.	QUALIFIED FOREIGN INVESTOR	0	0	0	0	0	0	0	0.00	0.00
e.	ANY OTHER				0					
	SUB - TOTAL (A)(2)	0	0	0	0	0	0	0	0.00	0.00
	TOTAL SHARE HOLDING OF PROMOTER AND PROMOTER GROUP (A) = (A)(1)+(A)(2)	1380779	0	1380779	46.03	1380803	0	1380803	46.03	0.00
B.	PUBLIC SHAREHOLDING									
1.	INSTITUTIONS									
a.	MUTUAL FUNDS/UTI	0	0	0	0.00	0	0	0	0.00	0.00
b.	FINANCIAL INSTITUTIONS/BANKS	0	0	0	0.00	0	0	0	0.00	0.00
c.	CENTRAL GOVERNMENT/STATE GOVERNMENT(S)	0	0	0	0.00	0	0	0	0.00	0.00
d.	VENTURE CAPITAL FUNDS	0	0	0	0.00	0	0	0	0.00	0.00
e.	INSURANCE COMPANIES	0	0	0	0.00	0	0	0	0.00	0.00
f.	FOREIGN INSTITUTIONAL INVESTORS	0	0	0	0.00	0	0	0	0.00	0.00



Category code	Category of Shareholder	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
g.	FOREIGN VENTURECAPITAL INVESTORS	0	0	0	0.00	0	0	0	0.00	0.00
h.	QUALIFIED FOREIGN INVESTOR	0	0	0	0.00	0	0	0	0.00	0.00
i.	ANY OTHER									
	SUB - TOTAL (B)(1)	0	0	0	0.00	0	0	0	0.00	0.00
2.	NON-INSTITUTIONS									
a.	BODIES CORPORATE	241273	7100	248373	8.28	360323	7100	367423	12.25	3.97
b.	INDIVIDUALS -									
	I INDIVIDUAL SHARE HOLDERS HOLDING NOMINAL SHARE CAPITAL UPTO RS. 1 LAKH	159612	205500	365112	12.17	152014	199550	351564	11.72	-0.45
	II INDIVIDUAL SHARE HOLDERS HOLDING NOMINAL SHARE CAPITAL IN EXCESS OF RS. 1 LAKH	462306	439200	901236	30.04	453159	434550	887709	29.53	-0.45
c.	QUALIFIED FOREIGN INVESTOR	0	0	0	0.00	0	0	0	0.00	0.00
d.	ANY OTHER				0.00					
	CLEARING MEMBERS	100	0	100	0.00	0	0	0	0.00	-0.01
	HINDU UNDIVIDED FAMILIES	104400	0	104400	3.48	6900	0	6900	0.23	-3.25
	NON RESIDENT INDIANS	0	0	0	0.00	5601	0	5601	0.19	0.19
	SUB - TOTAL (B)(2)	967421	651800	1619221	53.97	977971	641200	1619197	53.97	-0.00
	TOTAL PUBLIC SHAREHOLDING(B) = (B)(1)+(B)(2)	967421	651800	1619221	53.97	977971	641200	1619197	53.97	-0.00
	TOTAL (A)+(B)	2348200	651800	3000000	100.00	2358800	641200	3000000	100.00	0.00
C.	SHARES HELD BY CUSTODIANS AND AGAINST WHICH DEPOSITORY RECEIPTS HAVE BEEN ISSUED									
	Promoter and Promoter Group	0	0	0	0.00	0	0	0	0.00	0.00
	Public	0	0	0	0.00	0	0	0	0.00	0.00
	TOTAL CUSTODIAN (C)	0	0	0	0.00	0	0	0	0.00	0.00
	GRAND TOTAL (A)+(B)+(C)	2348200	651800	3000000	100.00	2358800	641200	3000000	100.00	0.00

ii) Shareholding of promoters
Name of the Company : GALADA FINANCE LIMITED

Sl No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year	Pledged Shares at beginning of the Year	Pledged Shares at end of 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	J ASHOK KUMAR GALADA	174500	5.8166	0.0000	174500	5.8166	0.0000	0.0000	0	0
2	SHANTHI DEVI GALADA JT1 : VINITHA GALADA	195750	6.5250	0.0000	195750	6.5250	0.0000	0.0000	0	0
3	J ASHOK GALADA	141850	4.7283	0.0000	141850	4.7283	0.0000	0.0000	0	0
4	NAVEEN GALADA	90512	3.0170	0.0000	90512	3.0170	0.0000	0.0004	0	0
5	SHANTHI DEVI GALADA	24500	0.8166	0.0000	24500	0.8166	0.0000	0.0000	0	0
6	NAVEEN GALADA	111967	3.7322	0.0000	111967	3.7322	0.0000	0.0000	0	0
7	GALADA HOUSING LIMITED	364600	12.1533	0.0000	364600	12.1533	0.0000	0.0000	0	0
8	VINITHA GALADA	47500	1.5833	0.0000	47500	1.5833	0.0000	0.0000	0	0
9	SUNITA GALADA	30000	1.0000	0.0000	30000	1.0000	0.0000	0.0000	0	0
10	GALADA TRADES LIMITED	199100	1.0000	0.0000	199124	1.0000	0.0000	0.0000	0	0
11	HARSHIKA GALADA	500	0.0166	0.0000	500	0.0166	0.0000	0.0000	0	0

(iii) Change in Promoters' Shareholding (please specify, if there is no change)
Name of the Company : GALADA FINANCE LIMITED

Sl No	Name of the Share holder	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	J ASHOK KUMAR GALADA				
	At the beginning of the year 01-Apr-2016	174500	5.8166	174500	5.8166
	At the end of the Year 31-Mar-2017	174500	5.8166	174500	5.8166
2	SHANTHI DEVI GALADAJT1 : VINITHA GALADA				
	At the beginning of the year 01-Apr-2016	195750	6.5250	195750	6.5250
	At the end of the Year 31-Mar-2017	195750	6.5250	195750	6.5250
3	J ASHOK GALADA				
	At the beginning of the year 01-Apr-2016	141850	4.7283	141850	4.7283
	At the end of the Year 31-Mar-2017	141850	4.7283	141850	4.7283
4	NAVEEN GALADA				
	At the beginning of the year 01-Apr-2016	90512	3.0170	90512	3.0170
	At the end of the Year 31-Mar-2017	90512	3.0170	90512	3.0170
5	SHANTHI DEVI GALADA				
	At the beginning of the year 01-Apr-2016	24500	0.8166	24500	0.8166
	At the end of the Year 31-Mar-2017	24500	0.8166	24500	0.8166
6	NAVEEN GALADA				
	At the beginning of the year 01-Apr-2016	111967	3.7322	111967	3.7322
	At the end of the Year 31-Mar-2017	111967	3.7322	111967	3.7322
7	GALADA HOUSING LIMITED				
	At the beginning of the year 01-Apr-2016	364600	12.1533	364600	12.1533
	At the end of the Year 31-Mar-2017	364600	12.1533	364600	12.1533
8	VINITHA GALADA				
	At the beginning of the year 01-Apr-2016	47500	1.5833	47500	1.5833
	At the end of the Year 31-Mar-2017	47500	1.5833	47500	1.5833
9	SUNITA GALADA				
	At the beginning of the year 01-Apr-2016	30000	1.0000	30000	1.0000
	At the end of the Year 31-Mar-2017	30000	1.0000	30000	1.0000
10	GALADA TRADES LIMITED				
	At the beginning of the year 01-Apr-2016	199100	6.6366	199100	6.6366
	PURCHASE 03-Feb-2017			24	0.0008
	At the end of the Year 31-Mar-2017	199100	1.0000	199124	6.6374

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

Name of the Company : GALADA FINANCE LIMITED

Sl No	Name of the Share holder	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	PRITHVI SOFTECH LIMITED. At the beginning of the year 01-Apr-2016 At the end of the Year 31-Mar-2017	225000 225000	7.5000 7.5000	225000 225000	7.5000 7.5000
2	PREETI BALA JAIN At the beginning of the year 01-Apr-2016 At the end of the Year 31-Mar-2017	79400 79400	2.6466 2.6466	79400 79400	2.6466 2.6466
3	URMILA KANWAR KANKARIYA. At the beginning of the year 01-Apr-2016 Purchase 08-Apr-2016 Purchase 29-Jul 2016 At the end of the Year 31-Mar-2017	44600 5000 8500 58100	1.4866 0.1666 0.2833 1.9366	44600 49600 58100 58100	1.4866 1.6533 1.9366 1.9366
4	SAYAR DEVI At the beginning of the year 01-Apr-2016 Purchase 08-Apr-2016 Purchase 22-Apr-2016 Purchase 13-May-2016 Purchase 10-Jun-2016 Purchase 29-Jul-2016 At the end of the Year 31-Mar-2017	44400 5000 5000 5000 6000 9000 74400	1.4800 1.6666 1.6666 1.6666 0.2000 0.3000 2.4800	44400 49400 54400 59400 65400 74400 74400	1.4800 1.6466 1.8133 1.9800 2.1800 2.4800 2.4800
5	AMITA JAIN At the beginning of the year 01-Apr-2016 At the end of the Year 31-Mar-2017	43950 43950	1.4650 1.4650	43950 43950	1.4650 1.4650
6	SANDEEP J OSWAL At the beginning of the year 01-Apr-2016 At the end of the Year 31-Mar-2017	42100 42100	1.4033 1.4033	42100 42100	1.4033 1.4033
7	AMRIT LAL JAIN At the beginning of the year 01-Apr-2016 At the end of the Year 31-Mar-2017 HAVING SAME PAN NO.	41759 41759	1.3919 1.3919	41759 41759	1.3919 1.3919
7	AMRIT LAL JAIN At the beginning of the year 01-Apr-2016 At the end of the Year 31-Mar-2017	50 50	0.0016 0.0016	50 50	0.0016 0.0016

SI No	Name of the Share holder	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
8	P GAJENDRA KUMAR JAIN At the beginning of the year 01-Apr-2016 At the end of the Year 31-Mar-2017 HAVING SAME PAN NO	40800 40800	1.3600 1.3600	40800 40800	1.3600 1.3600
8	GAJENDRA KUMAR JAIN P At the beginning of the year 01-Apr-2015 At the end of the Year 31-Mar-2016	8000 8000	0.2666 0.2666	8000 8000	0.2666 0.2666
9	PREETI DEVI P JAIN At the beginning of the year 01-Apr-2016 At the end of the Year 31-Mar-2017	40000 40000	1.3333 1.3333	40000 40000	1.3333 1.3333
10	MUKESH KUMAR CHAUDHARI At the beginning of the year 01-Apr-2016 Sale 07-Oct-2016 Sale 24-Feb-2017 Sale 03-Mar-2017 At the end of the Year 31-Mar-2017	40000 -100 -24900 15000 0	1.3333 0.0033 0.8300 0.5000 0.0000	40000 39900 15000 0 0	1.3333 1.3300 0.5000 0.0000 0.0000
	NEW TOP 10 AS ON (31-Mar-2017)				
11	JASU DEVI At the beginning of the year 01-Apr-2016 Purchase 06-May-2016 Purchase 13-May-2016 Purchase 20-May-2016 Purchase 10-Jun-2016 Purchase 17-Jun-2016 Purchase 15-Jul-2016 Purchase 14-Oct-2016 Purchase 31-Mar-2017 At the end of the Year 31-Mar-2017	8451 500 25 24025 4739 25 20050 12575 25 70415	0.2817 0.0166 0.0008 0.8008 0.1579 0.0008 0.6683 0.4191 0.0008 2.3471	8451 8951 8976 33001 37740 37765 57815 70390 70415 70415	0.2817 0.2983 0.2992 1.1000 1.2580 1.2588 1.9271 2.3463 2.3471 2.3471
12	RAJ FINLEASE LIMITED At the beginning of the year 01-Apr-2016 Purchase 10-Mar-2017 Purchase 17-Mar-2017 At the end of the Year 31-Mar-2017	0 38000 7000 45000	0.0000 1.2666 0.2333 1.5000	0 38000 45000 45000	0.0000 1.2666 1.5000 1.5000
13	PITAMBAR COMMERCIALS LIMITED At the beginning of the year 01-Apr-2016 Purchase 17-Mar-2017 At the end of the Year 31-Mar-2017	0 45000 45000	0.0000 1.5000 1.5000	0 45000 45000	0.0000 1.5000 1.5000

(v) Shareholding of Directors and Key Managerial Personnel:
Name of the Company : GALADA FINANCE LIMITED

Sl No	Name of the Share holder	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	J ASHOK GALADA				
	At the beginning of the year 01-Apr-2016	141850	4.7283	141850	4.7283
	At the end of the Year 31-Mar-2017	141850	4.7283	141850	4.7283
2	NAVEEN GALADA				
	At the beginning of the year 01-Apr-2016	90512	3.0170	90512	3.0170
	At the end of the Year 31-Mar-2017	90512	3.0170	90512	3.0170
3	K R MANIMEGHALA				
	At the beginning of the year 01-Apr-2016	50	0.0333	50	0.0333
	At the end of the Year 31-Mar-2017	50	0.0333	50	0.0333
4	BHASKARAN P				
	At the beginning of the year 01-Apr-2016	1000	0.0300	1000	0.0300
	At the end of the Year 31-Mar-2017	1000	0.0300	1000	0.0300
5	BHASKARAN P				
	At the beginning of the year 01-Apr-2016	900	0.0300	900	0.0300
	At the end of the Year 31-Mar-2017	900	0.0300	900	0.0300
6	VENKATAKRISHNAN S				
	At the beginning of the year 01-Apr-2016	500	0.0166	500	0.0166
	At the end of the Year 31-Mar-2017	500	0.0166	500	0.0166
7	RAMU K				
	At the beginning of the year 01-Apr-2016	NIL	NIL	NIL	NIL
	At the end of the Year 31-Mar-2017	NIL	NIL	NIL	NIL
8	INDIRA R S				
	At the beginning of the year 01-Apr-2016	NIL	NIL	NIL	NIL
	At the end of the Year 31-Mar-2017	NIL	NIL	NIL	NIL
9	ALPA JAIN P				
	At the beginning of the year 01-Apr-2016	NIL	NIL	NIL	NIL
	At the end of the Year 31-Mar-2017	NIL	NIL	NIL	NIL

V. INDEBTEDNESS

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

SI No	Name of the Share holder	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
	Indebtedness at the beginning of the financial year				
1.	Principal Amount	22754205	—	7085000	29839205
2.	Interest due but not paid	—	—	—	—
3.	Interest accrued but not due	—	—	742526	742526
	Total (1+2+3)	22754205	—	7827526	30581731
	Change in Indebtedness during the financial year				
	Addition	2786656	—	529471	3316127
	Reduction	—	—	1135000	1135000
	Net Change	2786656	—	-605529	2181127
	Indebtedness at the end of the financial year				
1.	Principal Amount	25540861	—	5950000	31490861
2.	Interest due but not paid	—	—	—	—
3.	Interest accrued but not due	—	—	1271997	1271997
	Total (1+2+3)	25540861	—	7221997	32762858

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

SI No	Particulars of Remuneration	Name of MD/WTD/ Manager /CS			Total Amount
		Mr. J. Ashok Galada, MD	WTD	Manager	
1	Gross salary				
	a. Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	15,00,000	Nil	Nil	15,00,000
	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 - as % of profit	Nil	Nil	Nil	Nil
	- Others, specify...	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil
	Total-(A)	15,00,000			15,00,000
	Ceiling as per the Act	Salary paid is within the limits of the Act			

B. Remuneration to other directors:

Sl No	Particulars of Remuneration	Name of Directors				Total Amount
		Justice P. Bhaskaran	Shri S. Venkata krishnan	Shri K. Ramu	Smt R.S. Indira	
1	Independent Directors					
	a. Fee for attending board / committee meetings	9000	9000	9000	5000	32000
	b. Commission	Nil	Nil	Nil	Nil	Nil
	c. Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total (1)	9000	9000	9000	5000	32000
2	Other Non-Executive Directors	Nil	Nil	Nil	Nil	Nil
	a. Fee for attending board / committee meetings	Nil	Nil	Nil	Nil	Nil
	b. Commission	Nil	Nil	Nil	Nil	Nil
	c. Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total-(2)	Nil	Nil	Nil	Nil	Nil
	Total-B (1+2)	9000	9000	9000	5000	32000
	Total Managerial Remuneration	-	-	-	-	-
	Overall Ceiling as per the Act	Not applicable as no remuneration paid				

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

Sl No	Particulars of Remuneration	Name of CEO/ CS /CFO			Total Amount
		CEO	Ms. Alpa Jain, CS	Mrs. K.R. Mani meghala, CFO	
1	Gross salary	-			
	a. Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	204000	482950	686950
	b. Value of perquisites u/s 17(2) Income-tax Act, 1961	-	Nil	Nil	Nil
	c. Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	Nil	Nil	Nil
2	Stock Option	-	Nil	Nil	Nil
3	Sweat Equity	-	Nil	Nil	Nil
4	Commission - as % of profit	-	Nil	Nil	Nil
	- Others, specify...	-	Nil	Nil	Nil
5	Others, please specify	-	Nil	Nil	Nil
	Total-(A)	-	204000	482950	686950

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

ANNEXURE 'B' TO THE DIRECTORS' REPORT

Disclosure of remuneration under section 197 (12)

of the companies act, 2013 read with rule 5 (1) of the Companies

(Appointment and Remuneration of Managerial Personnel) Rules, 2014

Nature of Disclosure	Name of the Director / Designation	Ratio of Remuneration to Median Remuneration of employees	% increase in remuneration in the financial year 2016-2017
a) Ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year; Percentage increase in remuneration of each Director, in the financial year	Mr. Ashok J. Galada Managing Director	5.3:1	0.00%
b) Percentage increase in remuneration of CFO, CS in the financial year	Mrs. K.R.Manimeghala Chief Financial Officer	1.7:1	10%
	Ms. Alpa Jain Company Secretary	0.72:1	0.00%
c) Percentage increase in median remuneration of employees in the financial year	11.92% increase in remuneration considering employees who were in employment for the whole of FY2016-2017 and FY 2015-2016		
d) Number of permanent employees on the rolls of company (as of 31 March, 2017) : <div>(i) Directors : 1</div> <div>(ii) Employees : 5</div>			
e) Explanation on the relationship between average increase in remuneration and company performance	The average increase in remuneration is 24% for employees who were in the employment for whole of FY 2016-2017 and FY 2015-2016. The improvement in company's performance on key parameters (as compared to previous year) was as follows: Operating Income : + 5.79% Profit Before Tax : - 3.18% Profit After Tax : + 3.00%		

Nature of Disclosure	Name of the Director / Designation	Ratio of Remuneration to Median Remuneration of employees	% increase in remuneration in the financial year 2015-2016
f) Comparison of the remuneration of the KMP against performance of the company	Aggregate KMP remuneration as a % of PBT for FY 2016-2017 was 71%.		
g) Variations in the market capitalisation of the company, price earning ratio as at the closing date of the current financial year and previous financial year & percentage increase over decrease in the market quotations of the shares of the company in comparison to the rate at which the company came out with the last public offer in case of listed companies	<p>Market capitalisation has increased from Rs.4.76 crores as of FY 2015-16 to Rs. 4.50 crores as of FY 2016-17.</p> <p>Over the same period, the price earnings ratio moved down to 18.99 to 20.58.</p> <p>The stock price of the company as of FY 2016-17 has decreased by 6% to Rs. 15.00 per share in comparison to Rs 15.85 per share in FY 2015-2016.</p>		
h) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentage increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	<p>For employees other than managerial personnel who were in employment for the whole of FY2016-17 and FY 2015-16, the average increase in salary is 3%. The average increase of salaries for managerial personnel (MD) is 0.00 %.</p> <p>The remuneration is in line with the remuneration policy of the company and any increase is approved by the appropriate authority.</p>		

Nature of Disclosure	Key Managerial Personnel	Remuneration as a % of PBT (2016 - 17)	Remuneration as a % of PBT (2015 - 16)
i) Comparison of each remuneration of the KMP against the performance of the company	Mr. Ashok J. Galada Managing Director	49%	47%
	Mrs. K.R.Manimeghala Chief Financial Officer	16%	14%
	Ms. Alpa Jain Company Secretary	7%	6%
j) The key parameters for any variable component of remuneration availed by the directors	Managing Director: There was no variable components in director's remuneration. Other Directors : The sitting fee is a fixed fee paid on the basis of the director's attendance at a meeting of the board / committee.		
k) The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year	Not applicable		
l) Affirmation that the remuneration is as per the remuneration policy of the company	The remuneration is in line with the remuneration policy of the company.		

Notes :

The percentage increase in remuneration excludes sitting fees.

On behalf of the board

Place: Chennai
Date: 29.07.2017

Chairman

ANNEXURE 'C' TO THE DIRECTORS' REPORT

FORM NO. MR-3

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2017

(Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9

of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To

The Members,
M/s. Galada Finance Limited,
"Shanthi Sadan", Old No.4,
New No. 7, Shaffee Mohammed Road,
Thousand Lights,
CHENNAI 600 006

Dear Sirs,

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by GALADA FINANCE LIMITED (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March 2017 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2017 according to the provisions of:

- (i) The Companies Act, 2013 ('the Act') and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder (Overseas Direct Investment, Foreign Direct Investment and External Commercial Borrowings are not applicable to the Company during the Audit period).

- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
- (a) The Securities and Exchange Board of India (Substantial Acquisition of shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations (Not Applicable to the Company during the Audit Period);
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 notified on 28th October 2014 (Not applicable to the Company during the Audit Period);
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the Audit Period);
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the Company during the Audit Period); and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable to the Company during the Audit Period).

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India
- (ii) The Revised Listing Agreement entered into by the Company with Stock Exchanges and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

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

I further report that having regard to the compliance prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws applicable specifically to the Company.

- 1) Reserve Bank of India Act, 1934, Rules, Regulations, Guidelines and Directions issued by the Reserve Bank of India as specifically applicable to the Company.

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

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

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with the applicable laws, rules, regulations and guidelines.

Place : Chennai
Date : 29.07.2017

V. NAGARAJAN
PRACTISING COMPANY SECRETARY
FCS No. 5626 CP No. 3288

ANNEXURE – D**CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE**

Auditors' Certificate on compliance of conditions of Corporate Governance under Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Erstwhile Clause 49 of the Listing Agreement).

TO THE MEMBERS OF GALADA FINANCE LIMITED

We have examined the compliance of conditions of Corporate Governance by Galada Finance Limited for the year ended on 31st March 2017 as stipulated in Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Erstwhile Clause 49 of the Listing Agreement of the Company with Stock Exchange).

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to review of procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Erstwhile Clause 49 of the Listing Agreement).

We state that there were no investor grievances remaining Unattended / pending for more than 30 days.

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

For Chandarana & Sanklecha
Chartered Accountants
Firm Registration No. 000557S

Bharat Raj Sanklecha
Proprietor
Membership No. 027539

Place : Chennai
Date : 29.07.2017

ANNEXURE – E

REPORT ON CORPORATE GOVERNANCE

Corporate governance is about commitment to values and ethical business conduct. It is also about how an organization is managed viz., its corporate and business structure, its culture, policies and the manner in which it deals with various stakeholders. Timely and accurate disclosure of information regarding the financial position of the company, its performance and ownership forms part of the corporate governance.

CORPORATE GOVERNANCE PHILOSOPHY

The company is committed to the highest standards of corporate governance in all its activities and processes.

The company has always believed in and practices the highest standards of corporate governance since its inception. The board recognizes that governance expectations are constantly evolving and it is committed to keeping its standards of transparency and dissemination of information under continuous review to meet both letter and spirit of the law and its own demanding levels of business ethics.

BOARD OF DIRECTORS

The corporate governance practices of the company ensure that the board remains informed, independent and involved in the company and that there are ongoing efforts towards better governance to mitigate “non-business” risks.

The board is fully aware of its fiduciary responsibilities and recognizes its responsibilities to shareholders and other stakeholders to uphold the highest standards in all matters concerning the company and has empowered responsible persons to implement its broad policies and guidelines and has set up adequate review processes.

The board of directors ('the board') is committed to representing the long-term interests of the stakeholders and in providing effective governance over the company's affairs and exercise reasonable business judgment on the affairs of the company.

The company's day to day affairs are managed by the managing director, assisted by a competent management team, under the overall supervision of the board. The company has in place an appropriate risk management system covering various risks that the company is exposed to, including fraud risks, which are discussed and reviewed by the audit committee and the board every quarter.

The company's commitment to ethical and lawful business conduct is a fundamental shared value of the board, the senior management and all employees of the company. Consistent with its values and beliefs, the company has formulated a code of conduct applicable to the board and senior management. Further, the company has also adopted an insider trading code for prevention of insider trading and a whistle blower policy for reporting any concerns or grievances by directors /

employees / customers and vendors in their dealings with the company. In order to ensure that the mechanism is effective and as prescribed, direct access to the chairman of the audit committee is provided to the complainant.

Composition

The board has been constituted in a manner as per SEBI (LODR), 2015 of the listing agreement and the Companies Act, 2013 (the Act). The board has an appropriate mix of executive / non-executive and independent directors, including a woman director to ensure proper governance and management. The directors are elected based on their qualification and experience in varied fields.

In all there are six Directors, Two Executive and four Independent Director.

Name of the Director	Designation	Category
Mr. J. Ashok Galada Mr. Naveen Galada	Managing Director Director	Promoter and Executive Director
Justice P Bhaskaran	Chairman	Independent and Non-Executive Director
Mr S Venkatakrishnan Mr K Ramu Mrs. Indira Srinivasan Royakottam	Director	Independent and Non- Executive Director

The details of directors as at 31 March, 2017 including the details of their other board directorship and committee membership reckoned in line with Listing Regulations and the Act as well as their shareholdings is given below:

Name of Director	No. of Directorship excluding directorship in our Company)	No. of shares held in the company	No. of board committee membership including GFL** (Out of which as chairman)
J. Ashok Galada	03	141850	Nil
Justice P Bhaskaran	Nil	1900	Nil
S. Venkatakrishnan	18	500	Nil
K. Ramu	Nil	Nil	Nil
Naveen Galada	02	90512	Nil
Indira Srinivasan Royakottam	Nil	Nil	Nil

None of the directors holds director ship in any foreign company nor holds any alternative directorship.

None of the directors hold membership in more than ten committees / chairmanship in more than 5 committees.

* for the purpose of directorship / committee membership, all private companies and section 8 companies have been considered.

** only chairmanship / membership of audit committee and stakeholders relationship committee have been considered.

The independent directors of the company provide an annual certificate of independence in accordance with Listing Regulations and the Act to the company which is taken on record by the board. All the board members including independent directors have the opportunity and access to interact with the management.

Separate meeting of independent directors

During the year under review, in line with SEBI (LODR), 2015 and the Act, the independent directors had a separate meeting on 28th January, 2017 without the presence of the management team and the non-independent directors of the company.

Board Meetings

The board meets at regular intervals with an annual calendar and a formal schedule of matters specifically reserved for its attention to ensure that it exercises full control over significant strategic, financial, operational and compliance matters. The board is regularly briefed and updated on the key activities of the business and is provided with briefings and presentations on operations, quarterly financial statements and other matters concerning the company.

During the year, the Board of Directors met 5 (five) times on 28.05.2016, 13.08.2016, 24.09.2016, 12.11.2016 and 28.01.2017 and in respect of which meetings proper notices were given and the proceedings were properly recorded and signed, in the Minutes Book maintained for the purpose.

COMMITTEES OF THE BOARD

The board has constituted various committees to support the board in discharging its responsibilities.

There are four committees constituted by the board – audit committee, stakeholders relationship committee, nomination and remuneration committee and risk management committee.

The board at the time of constitution of each committee fixes the terms of reference and also delegates powers from time to time. Various recommendations of the committees are submitted to the board for approval. The minutes of the meetings of all the committees are circulated to the board for its information.

AUDIT COMMITTEE

Terms of Reference

The committee acts as a link between the board, the statutory auditors and the internal auditors. The role of the audit committee includes overseeing the financial reporting process and disclosure of financial information, review of financial statements, adequacy of internal financial control and

risk management systems, findings of internal audits / investigations, whistle blower policy, monitoring the usage of funds from issue proceeds, to grant approvals for related party transactions which are in the ordinary course of business and on an arm's length basis, scrutiny of inter-corporate loans and investments, besides recommending the appointment / removal of the statutory auditors, the internal auditors and fixing their remuneration and review of the effectiveness of audit process.

Composition & Meetings

The committee comprises of three non-executive independent directors. As at 31st March, 2017, the committee comprised of the following members:

Name of members	Status in Committee	Nature of Directorship
Justice P Bhaskaran	Chairman	Independent and Non-executive Director
S. Venkatakrisnan	Member	
K. Ramu	Member	

During the year, the committee met four times on 28.05.2016, 13.08.2016, 12.11.2016 and 28.01.2017. All members of audit committee have knowledge of financial management, audit and accounts.

NOMINATION AND REMUNERATION COMMITTEE

Terms of Reference

The role of the committee is to determine the company's policy on specific remuneration packages for executive directors. The terms of reference inter alia includes the role of the committee to further consider and recommend persons who are qualified for board positions, evaluate directors performance prior to recommendation for re-appointments, persons who are qualified to be in senior management, formulate the criteria for determining qualifications, positive attributes and independence of a director and devising a policy on board diversity. Decisions for selecting a director is based on the merit, qualification, competency and the company's business needs. The recommendations of the committee are placed before the board for its approval.

Composition & Meetings

As at 31st March, 2017, the committee comprised of the following members:

Name of members	Status in Committee	Nature of Directorship
K. Ramu	Chairman	Independent and Non-executive Director
Justice P. Bhaskaran	Member	
S. Venkatakrisnan	Member	

All the members of this committee comprise of independent directors. There was one meeting of the Committee held on 28.01.2017 during 2016-17.

REMUNERATION OF DIRECTORS

Remuneration Policy

The success of any organization in achieving good performance and governance depends on its ability to attract quality individuals on the board. The company has in place a remuneration policy which is guided by the principles and objectives as enumerated in section 178 of the Act.

The managing director is the only executive director on the board who is entitled to receive remuneration. The non-executive directors are not entitled to any remuneration. The compensation to the managing director is within the scale approved by the shareholders. The elements of compensation comprise a fixed component and a performance incentive. The compensation is determined based on the level of responsibility and scales prevailing in the industry. The managing director is not paid sitting fees for any board / committee meetings attended by him.

The non-executive directors are also paid sitting fees subject to the statutory ceiling for all board and committee meetings attended by them.

Criteria for Board Nomination

The nomination and remuneration committee is responsible for identifying persons for initial nomination as directors and evaluating incumbent directors for their continued service. The committee in terms of the provisions of the Act and SEBI (LODR), 2015 identifies personnel, which inter alia, deals with the personal traits, competencies, experience, background and other fit and proper criteria. These attributes shall be considered for nominating candidates for board positions / re-appointment of directors.

Performance Evaluation

In terms of the provisions of the Act and SEBI (LODR), 2015, the board periodically carries out a performance evaluation of its own performance, the directors individually as well as the valuation of the working of the committees. The performance evaluation of the independent directors was carried out by the entire board. The performance of the chairman and the non-independent directors was carried out by the independent directors.

Remuneration of managing director:

Details of the remuneration of the managing director for the year ended 31 March, 2017 are as follows:

Name of the Managing Director	Salary	Allowance	Incentive*	Perquisites & Contributions	Total
Ashok J Galada	Rs. 15,00,000	Nil	Nil	Nil	Rs. 15,00,000

Details of remuneration and sitting fees paid to the other directors:

Name of the Director	Sitting fees	Commission on profits	Salary & Allowances	Contribution	Perquisites	Total
Justice P Bhaskaran	9000	N.A	N.A	N.A	N.A	9,000/-
S. Venkatakrishnan	9000	N.A	N.A	N.A	N.A	9,000/-
K. Ramu	9000	N.A	N.A	N.A	N.A	9,000/-
Naveen Galada	Nil	Nil	Nil	Nil	Nil	Nil
R. S. Indira	5000	N.A	N.A	N.A	N.A	5,000/-

STAKEHOLDERS RELATIONSHIP COMMITTEE
Terms of Reference

The role of the committee includes formulation of shareholders' servicing plans and policies, consideration of valid share transfer requests, share transmissions, issue of duplicate share certificates, issue of share certificates for split, dematerialization, consolidation of shares, etc. The committee also monitors and reviews the mechanism of share transfers, dematerialization of shares and payment of dividends.

It further looks into the redressing of shareholders grievances like non-receipt of balance sheet, non-receipt of declared dividends and determining, monitoring and reviewing the standards for resolution of shareholders' grievances.

Composition & Meetings

As at 31st March, 2017, the committee comprised of the following members:

Name of member	Status in Committee	Nature of Directorship
S. Venkatakrishnan	Chairman	Independent and Non-Executive
J. Ashok Galada	Member	Promoter and Executive Director
Naveen Galada	Member	Promoter and Executive Director

There was no instance of meeting of the committee during 2016-17.

The company has not received any grievances/complaints from the investors during the financial year 2016-2017.

RISK MANAGEMENT COMMITTEE
Terms of Reference

The role of the committee includes review of the risk management policy developed by the management, review of the risk management framework document and implementation of the

actions planned in and periodical review of the process for systematic identification and assessment of the business risks.

Besides, the committee makes recommendations to the board, to the extent necessary on resources and staffing required for effective risk management and the action taken to manage the exposures and carry out any other function as may be necessary to ensure that an effective risk management system is in place.

Composition & Meetings

The committee comprises three non-executive directors independent directors. As at 31st March, 2017, the committee comprised of the following members:

Name of members	Status in Committee	Nature of Directorship
Justice P Bhaskaran	Chairman	Independent and Non-executive Director
S. Venkatakrishnan	Member	
K. Ramu	Member	

During the year, the committee held 1 (one) meeting 28.01.2017.

ATTENDANCE AT BOARD, COMMITTEE AND GENERAL MEETINGS

Name of the Director	Board	Audit Committee	Stakeholders Relationship Committee	Nomination & Remuneration Committee	Risk management committee	Attendance at last AGM
Justice P Bhaskaran	5	4		1	1	Yes
S. Venkatakrishnan	5	4	N.A.	1	1	Yes
K. Ramu	5	4		1	1	No
J. Ashok Galada	5		N.A.			Yes
Naveen Galada	5		N.A.			Yes
Indira Srinivasan Royakottam	4					Yes

Note : The above reflects the attendance of directors at the meetings held during their term as a director / committee member.

GENERAL BODY MEETINGS

Particulars of venue, date and time of the previous three annual general meetings are given below:

Year	Date and time	Venue
2013-14	27.09.2014 at 04.00 p.m.	At the registered office of the Company
2014-15	28.09.2015 at 04.00 p.m.	At the registered office of the Company
2015-16	24.09.2016 at 04.00 p.m.	At the registered office of the Company

DETAILS OF SPECIAL RESOLUTIONS PASSED

Particulars of special resolutions passed in the previous three annual general meetings are given below:

F.Y / Date of AGM	Details
2013-14/27.09.2014	1. Alteration of Articles of Association
	2. Related Party Transaction
2014-15/28.09.2015	Nil
2015-16/24.09.2016	Nil

Extra-ordinary general Meeting

No extra-ordinary general meeting was held during the financial year ended 31st March 2017.

POSTAL BALLOT

No Postal Ballot was conducted during the financial year ended 31st March 2017

COMPLIANCE REPORT

A detailed compliance report is placed before the board every quarter and highlights of the report is circulated to the board along with the agenda every quarter. The board reviews the compliance of all applicable laws every quarter and gives appropriate directions, wherever necessary.

SECRETARIAL AUDIT

The company conducts a secretarial audit by an independent practicing company secretary. For the year ended 31st March, 2017 Mr. V. Nagarajan of M/s V. Nagarajan & Co., Company Secretaries in Practice (Membership No. FCS 5626/CP 3288) have conducted the Secretarial Audit of the Company and the certificate was placed before the board and attached to this report.

RECONCILIATION OF SHARE CAPITAL AUDIT

As required by the Securities and Exchange Board of India, quarterly audit of the company's share capital is being carried out by an independent external auditor with a view to reconcile the total share capital admitted with National Securities Depository Limited (NSDL) and Central Depository Service (India) Limited (CDSL) and held in physical form, with the issued and listed capital. The certificate issued by an independent practicing company secretary is submitted to the stock exchanges and is also placed before the board of directors.

CODE OF CONDUCT

The board has laid down a “Code of Conduct” for all the board members and the senior management of the company and the code of conduct have been posted on the website of the company. Annual declaration confirming compliance of the code is obtained from every person covered by the code of conduct. A declaration to this effect signed by Mr. J. Ashok Galada, Managing director is attached to this report.

PREVENTION OF INSIDER TRADING CODE

The board has adopted a code for the prevention of insider trading in the shares of the company.

AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE

The auditors' certificate on compliance of corporate governance norms is annexed to the report.

CEO/CFO CERTIFICATION

Mr. J. Ashok Galada, Managing director have given a certificate to the board with regard to financial statements, compliance and internal control systems as contemplated under Regulations 17(8) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

DISCLOSURES

Related party transactions

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 were no material transactions with related parties i.e., transactions of the company of material nature, with its promoters, the directors or the management, their subsidiaries or relatives, etc., that may have potential conflict with the interest of company at large.

Suitable disclosures as required in compliance with accounting standards with related parties are disclosed in note on accounts in the annual report.

There were no instances of non-compliance on any matter related to capital markets during the last three years.

Whistle blower mechanism

The company has established a whistle blower mechanism to provide an avenue to raise concerns. The mechanism provides for adequate safeguards against victimization of directors /employees / customers who avail of the mechanism and also for appointment of an ombudsperson who will deal with the complaints received. The policy also lays down the process to be followed for dealing with complaints and in exceptional cases, also provides for direct access to the chairperson of the audit committee. We further affirm that during the year, no personnel have been denied access to the audit committee.

COMPLIANCE WITH CORPORATE GOVERNANCE NORMS

The company has complied with all mandatory requirements of corporate governance norms as enumerated in SEBI (LODR), 2015

The company has also adopted the following non-mandatory requirements:

There are no audit qualifications in the company's financial statements or qualification or adverse remark by the company secretary in practice in his secretarial audit report for the Financial Year ended 31st March, 2017.

MEANS OF COMMUNICATION

The audited financial results, quarterly results and other major announcements like notices of board meetings, book closures were published in Trinity Mirror issue in English and Makkal Kural issue in vernacular language and are also available on the company's website www.galadafinance.in

MANAGEMENT DISCUSSION & ANALYSIS

A management discussion & analysis forms part of the annual report.

GENERAL SHAREHOLDER INFORMATION

REGISTERED OFFICE

Galada Finance Limited
"Shanti Sadan", Old No.4, New No.7
Shaffee Mohamed Road,
Thousand Lights, Chennai 600 006
Phone : 28294830, 43099009, 28294831 Fax: 28294830

ANNUAL GENERAL MEETING

Date: 23rd September 2017
Time: 04.00 p.m.
Venue: Registered office of the company

FINANCIAL YEAR

1st April to 31st March

DATES OF BOOK CLOSURE

17th September 2017 to 23rd September 2017 (Both days inclusive)

LISTING ON STOCK EXCHANGES

Equity shares:
The Bombay Stock Exchange Limited, Mumbai
The Shares of the Company are Listed in BSE, The Bombay Stock Exchange Limited, Mumbai.

SHARE PRICE DATA

Market Price Data: High, Low (based on the closing prices) and volume during each month in last financial year

Bombay Stock Exchange (BSE)

Month	High Price (Rs.)	Low Price (Rs.)	Volume(No. of Shares)
Apr-16	18.20	15.60	5500
May-16	21.70	17.80	42065
June-16	20.95	18.05	5950
July-16	22.00	18.90	44380
Aug-16	21.50	21.50	50
Sep-16	22.50	18.50	26401
Oct-16	22.35	20.90	20200
Nov-16	19.90	19.90	24
Dec-16	20.85	20.85	20
Jan-17	21.75	21.75	24
Feb-17	20.70	20.70	25000
Mar-17	21.70	14.55	160862

Galada Finance Limited Share price versus Sensex



REGISTRAR AND SHARE TRANSFER AGENTS (RTA)

“Cameo Corporate Services Limited”, Subramanian Buildings, No.1, Club House Road, Chennai 600 002,

Phone No.044-28460390-94, Fax No.28460129,

Email: cameo@cameoindia.com

is the Registrar and Share Transfer Agent (RTA) for handling the physical and electronic registry work. The shareholders are requested to address their share related requests / queries to the RTA.

DEMATERIALIZATION OF SHARES AND LIQUIDITY

The Equity shares of the Company are made available for dematerialization under depository system operated by the Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL). The Shares of your Company are under compulsory DEMAT settlement mode and can be traded only in the DEMAT form. Shares dematerialized up to March 31, 2017 are under

SI No.	Particulars of Capital Structure	No. of shares	% of Total issued capital
1.	Listed Capital(Exchange wise) as per Company's Record	30,00,000	100.00%
2.	Held in dematerialized Form in CDSL	576,763	19.23%
3.	Held in dematerialized Form in NSDL	17,82,037	59.40%
4.	Physical	6,41,200	21.37%

SHARE TRANSFER SYSTEM

The shares of the Company are traded on the Stock Exchanges through the Depository System. The DEMAT ISIN in National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) is INE 243E01010

All requests received by the Company/ RTA for dematerialization/ re-materialization, transfers, transmissions, subdivision, consolidation of shares or any other share related matters and/or change in address are disposed off expeditiously.

Green initiative in corporate governance

The Companies Act, 2013 and the underlying rules permit companies to send various documents including the financial statements through electronic mode to the shareholders. To support the green initiative and to receive all documents, notices, including annual reports and other communications of the company, investors who have not registered their email address are requested to register the e-mail ID with the Depository Participant, if the holding is in electronic mode. If shares are held in physical mode, the shareholders may give a positive consent in writing to RTA for receiving by electronic mode.

Details of complaints received and redressed

During the year, no investor service complaints were received.

Designated email address for investors services

In terms of Listing Regulations, the designated email address for investor complaints is galadafinancelimited@yahoo.co.in.

Payment of unclaimed / unpaid dividend

Members who have not yet encashed their dividend warrants for previous years are advised to forward such warrants to the Company for revalidation. Dividend, which remains unclaimed for a period of Seven Years, will be transferred to the Investor Education and Protection Fund (IEPF) of the Central Government.

The Following table gives information relating to outstanding dividend accounts and the dates by which they can be claimed by the Shareholders.

Financial Year	Date of declaration	Proposed date for transfer to IEPF
2012-2013	27 th July 2013	27 th July 2020

*indicative dates. Actual dates may vary.

Distribution of Shareholding as on 31 March, 2017

Share holding of Nominal value of		Shareholders		Share Amount	
Rs.	Rs.	Number	% to total	(in Rs.)	% to total
Upto	5,000	379	63.3779	9,51,460	3.1715
	5,001 - 10,000	112	18.7291	9,52,950	3.1765
	10,001 - 20,000	26	4.3478	3,95,420	1.3181
	20,001 - 30,000	19	3.1773	4,83,990	1.6133
	30,001 - 40,000	10	1.6722	3,62,000	1.2067
	40,001 - 50,000	05	0.8361	2,39,500	0.7983
	50,001 - 1,00,000	07	1.1706	4,81,300	1.6043
	1,00,001 AND ABOVE	40	6.6890	2,61,33,380	87.1113
	TOTAL	598	100.0000	3,00,00,000	100.0000

SHAREHOLDING PATTERN

Category	No. of shares	Percentage of shareholding
A. PROMOTER'S HOLDING		
1. Promoters*		
- Indian promoters – Individual/HUF	817,079	27.24%
- Indian promoters – Bodies Corporate	563,724	18.79%
- Foreign promoters	Nil	Nil
2. Persons acting in concert#	Nil	Nil
Sub-total	13,80,803	46.03%
B. NON-PROMOTERS HOLDING		
3. Institutional Investors		
a. Mutual Funds	Nil	Nil
b. Banks, Financial Institutions, Insurance companies (Central/ State Government Institutions/ Non-Government Institutions	Nil	Nil
c. Foreign Institutional Investors	Nil	Nil
4. Others	Nil	Nil
a. Private Corporate Bodies	3,67,423	12.25%
b. Indian Public	12,39,273	41.30%
c. NRIs/OCBs	Nil	Nil
d. Any other NRI	5,601	0.19%
Hindu Undivided Families	6,900	0.23%
Sub total	16,19,221	53.97%
GRAND TOTAL	30,00,000	100.00%

OUTSTANDING GDRs/ADRs ETC.

The company has not issued any GDR / ADR or any convertible instruments that is likely to impact the equity share capital of the company.

LOCATION

The operations of the company at locations outside the Chennai jurisdiction are initiated thru Resident Local Representatives, while accounting and other administrative operations are centralized and controlled at the Registered / Corporate Office at Chennai.

ADDRESS FOR COMMUNICATION**Registrars and Share Transfer Agents**

M/s. Cameo Corporate Services Ltd.
'Subramanian Building', No.1
Club House Road, Chennai - 600 002
Phone : 28460390; Fax : 28460129; Grams : Cameo;
E-mail : cameo@cameoindia.com; Website : www.cameoindia.com

Registered and Corporate Office of the Company

Galada Finance Limited
"Shanti Sadan", Old No.4, New No.7
Shaffee Mohamed Road,
Thousand Lights, Chennai 600 006
Phone : 28294830, 43099009, 28294831 Fax: 28294830

In terms of Listing Regulations of Stock Exchanges, investors may please use galadafinancelimited@yahoo.co.in as E-mail ID for redressal of investor request/complaint.

For and on behalf of the Board of Directors

Date: 29.07.2017
Place: Chennai

Justice P. Bhaskaran
Chairman
DIN: 00126136

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galadafinance.in Tel : 28294830

GALADA FINANCE LIMITED
“Shanti Sadan”
 Old No.4 (New No. 7),
 Shaffee Mohammed Road,
 Thousand Lights, CHENANI 600 006

CEO/CFO Certification under Regulation 17 (8) of SEBI (LODR), 2015

The Board of Directors

GALADA FINANCE LIMITED

We hereby certify that for the financial year ended 31st March 2017, on the basis of the review of financial statements and the cash flow statement and to the best of our knowledge and belief that :

1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
2. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations;
3. these are, to the best of our knowledge and belief, no transactions entered into by the Company during the year 2016 - 17 which are fraudulent, illegal or violative of the Company's Code of Conduct;
4. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and have disclosed to the auditors and the Audit Committee those deficiencies, of which we are aware, in the design or operation of the internal control systems and that we have taken the required steps to rectify these deficiencies, if any.

We further certify that

- a) there have been no significant changes in internal control over financial reporting during the year 2016-17;
- b) there have been no significant changes in accounting policies during the year 2016-17; and
- c) there have been no materially significant fraud of which we have become aware and the involvement therein, of management or an employee having a significant role in the Company's internal control system over financial reporting.

(J ASHOK GALADA)
Managing Director

(K R MANIMEGHALA)
Chief Financial Officer

Place : Chennai

Date : 29th July, 2017

MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

The Management has taken up detailed discussion of the risk factors related to our Company in specific and industry in general and attempts to lay down the impact of the same on the company's performance. Please find reproduced hereunder a summary of Management's Discussion and the Analysis Report which is only an illustrative list and not to be construed as an exhaustive one.

INTERNAL RISK FACTORS

1. The growth rate of NBFCs largely build upon the ability to develop brand name for its financial products which compete the Industry.

We believe that promoting and positioning our brand is necessary for achieving recognition of our services. Brand promotion activities may not yield increased revenues and even if they do, increased revenues may not offset the expenses we incur in brand building. If we fail to promote our brand, our business, financial condition and result of operation could be affected.

2. Our business is vulnerable to interest rate risk. Changes in interest rate may affect our income from operation and adversely affect our financial performance and profitability.

In our NBFC business, we are exposed to the risk of higher interest rates. If the yield on our Company's interest -earning assets does not increase at the same time or to the same extent as our cost of funds, or our cost of funds does not decline at the same time or to the same extent as the yield on its interest earning assets, our net interest income and net interest margin would be adversely impacted. This could have a material adverse effect on the financial performance.

3. Our Company may experience delays in enforcing the collateral when borrowers default on their obligations, which will result in failure to recover the expected value of collateral and affect our financial performance.

Our Company may not be able to realize the full value of the collateral as a result of delays in bankruptcy and foreclosure proceedings, inability to foreclose, defects in the title of collateral, fraudulent transfers by borrowers and other factors which includes legislative changes and judicial pronouncements. The inability to recover the expected value of collateral could expose our Company to losses, which will have impact on business and financial performance.

4. If our company fails attract and retain key employees, our operation could be affected.

The Company believes that human resource is most important element for success of any organization. The company takes every step to promote feeling of belongingness among its employees and maintains a separate Human Resource department to care of concerns and well being of employees. The staff turnover in the company is considerably less as compared to the industry. In any case, skilled and/or trained manpower is available in the market. It has a strong Culture & Corporate Core Values.

5. The changes in the regulations that govern our Company could cause the business to suffer.

NBFCs in India are regulated by the RBI. Any changes in the regulatory framework will affect the profitability of our business and our future financial performance.

6. We may require additional funds to satisfy our capital needs, which we may not able to procure.

We may need to raise additional capital from time to time, which we may not able to procure. The Company may not be able to raise adequate funds on attractive terms and conditions, which could have an adverse effect on our results of operations.

7. Our business is dependent on the financial performance of the market and financial policy of the Government; it also depends upon the RBI point of view of the interest rates for public and business class at large.
8. Our business is subject to regulation by several authorities, which could have an adverse effect on our business and our results of operations. We are outsourcing entire Financial and Corporate Advisory. We are being in the field of professional services unable to market our products in an aggressive fashion.

EXTERNAL RISK FACTORS:

1. A slowdown in economic growth in India could cause business to suffer.

The performance and growth of the company and the industry are dependent on the health of the Indian economy as well the secondary industries. The economy could be adversely affected by various factors such as political or regulatory action, including adverse changes in liberalization policies, social disturbances, terrorist attacks and other acts of violence or war, natural calamities, interest rates, commodity and energy prices and various other factors. Any slowdown in the Indian economy may adversely impact business and financial performance and the price of Equity Shares.

2. Political instability or changes in the government could delay the further liberalization of the Indian economy and adversely affect economic conditions in India generally, which could impact financial results and prospects.

Since 1991, successive Indian governments have pursued policies of economic liberalization, including significantly relaxing restrictions on the private sector. Nevertheless, the role of the Indian central and state governments in the Indian economy as producers, consumers and regulators has remained significant. The leadership of India has changed many times since 1996. The current central government is headed by the Indian National Congress and is a coalition of several political parties. Although the current government has announced policies and taken initiatives that support the economic liberalization policies that have been pursued by previous governments, the rate of economic liberalization could change, and specific laws and policies affecting industry, foreign investment and other matters affecting investment in securities could change as well.

3. Any downgrading of India's debt rating by an independent agency may harm ability to raise debt financing.

Any adverse revisions to India's credit ratings for domestic and international debt by international rating agencies may adversely affect ability to raise additional financing and the interest rates and other commercial terms at which such additional financing is available. This could have a material adverse effect on capital expenditure plans, business and financial performance.

4. Terrorist attacks, civil unrest and other acts of violence or war involving India and other countries could adversely affect the financial markets and our business.

Terrorist attacks and other acts of violence or war may negatively affect the Indian financial markets and also adversely affect the worldwide financial markets. In addition, any deterioration in relations between India and its neighbouring countries might result in investor concern about stability in the region, which could adversely affect the business. India has witnessed civil disturbances in the past and it is possible that future civil unrest as well as other adverse social, economic and political events in India could have a negative impact. Such

incidents could also create perception in the minds of investors that, investment in Indian Companies involve a higher degree of risk.

5. Natural calamities could have a negative impact on the Indian economy and cause our business to suffer.

India has experienced natural calamities such as earthquake, tsunami, floods and drought in the past. The extent and severity of these natural disasters determines their impact on the Indian economy, which have an adverse impact on our business.

6. Factors affecting Indian economy in general

Like any other entity, our financial results are also affected by the macro economic factors determining the growth of the Indian economy in general and continued growth of the securities market. The Growth of our business and ability to maintain the growth is influenced by the growth rate of the securities market indicators. Any slowdown in Indian economy or slowdown in securities market or any changes in government regulation could have an impact on our financial performance.

Risk Relating to our Industry:

- **Risk of Bad Debts (Non-Performing Assets)**

The risk of NPA is always a pertinent part of the lending business. There is always a chance that accounts become bad due to fall or collapse in the value of the asset against which funds have been advanced due to a variety of reasons. However, in our case, the Company has put in place a strong asset verification and valuation processes.

- **Interest Rates**

The RBI had resorted to increasing the interest rates many times over the last eighteen months in order to control Inflation. The volatility in interest rate and high interest rate leads to default in re-payment and thus increase of interest rates would certainly affect the business of the Company.

- **Risk of Competition**

With globalization and continuous flow of private as well as international institution in the finance market the risk of competition in any business, and the finance business is no different. We believe that competition spurs our team to innovate without losing sight of the customer needs, the need for safety of funds deployed and the need to ensure commensurate returns.

- **Global Economic Uncertainties**

The international events affect all financial markets of the world, and India is also affected. The affect was clearly felt in the previous year as the Indian Rupee continued to remain weak due to the crisis in Euro-zone. This may results into to stay-away attitude by foreign investors, volatility in crude price, inflation which may turned into further stress on finance market. Company there for focusing on investing its funds in assets that are fully secured and that will have least impact of global uncertainty.

Declaration on Code of Conduct

As required by Schedule V (D) of SEBI (LODR), 2015, it is hereby affirmed that all the Board Members and Senior management personnel have complied with the Code of Conduct of the Company.

Place : Chennai
Date : 29.07.2017

J. Ashok Galada
Managing Director cum CEO

Gi GALADA FINANCE LIMITED

INDEPENDENT AUDITOR'S REPORT

To the Members of

Galada Finance Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Galada Finance Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2017, and the Statement of Profit and Loss, Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the Act') with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with rule 7 of 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 and ensuring their operating effectiveness and the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2017;
- b) in the case of the Statement of Profit and Loss Account, of the profit of the Company for the year ended on that date and
- c) in the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- 1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure 1", a statement on the matters specified in paragraphs 3 and 4 of the Order, 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, Statement of Profit and Loss, and Cash Flow Statement dealt with by this report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the 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, 2017, and taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2017, from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, we give our separate Report in "Annexure 2".
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us :
 - i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The company did not have any long-term contracts, including derivative contracts. Hence, the question of any material foreseeable losses does not arise;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. The Company has provided requisite disclosures in the financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures and relying on the management representation, we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management. (Refer Note 21)

For Chandarana & Sanklecha.,
Chartered Accountants
Firm Regd. No : 000557S

Bharat Raj Sanklecha
Proprietor
Membership No. 027539

Place : Chennai
Date : 30th May 2017

ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT

The Annexure referred to in paragraph 1 of our Report of even date to the members of Galada Finance Limited on the accounts of the Company for the year ended 31st March, 2017.

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

1. a. The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b. During the year, the fixed assets of the Company have been physically verified by the management and as informed, no material discrepancies were noticed on such verification. In our opinion, the frequency of such verification is reasonable having regard to the size of the Company and the nature of its assets.
- c. The title deeds of immovable properties recorded in the books of account of the Company are held in the name of the Company.
2. The Company is a Non-Banking Financial Company (NBFC) engaged in the business of Financing. Hence this clause 2 of the Order is not applicable to the Company.
3. The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnership or other parties covered in the register maintained under Section 189 of the Companies Act. Accordingly, paragraph 3(iii) (a), 3(iii)(b) and 3(iii)(c) of the Order are not applicable to the Company.
4. Based on information and explanation given to us the Company has not granted/made loans, investments, guarantees and securities within the provision of Section 185 and 186 of the Companies Act.
5. During the year the company has not accepted any deposits from public. In respect of deposits accepted in the previous years, the company has complied with the directives issued by the Reserve Bank of India and the provisions of Section 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under.
6. The Central Government has not prescribed the maintenance of cost records under sub-section (1) of Section 148 of the Companies Act, 2013 in respect of the activities carried on by the company.
7. (a) The company is regular in depositing with appropriate authorities, undisputed statutory dues, including Provident Fund, Employees' State Insurance, income-tax, sales-tax, service tax, value added tax, customs duty, excise duty, cess and any other material statutory dues applicable to it.

and

According to the information and explanation given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, sales tax, service tax, value added tax, customs duty, excise duty, cess and any other material statutory dues applicable to it, were outstanding, at the year end, for a period of more than six months from the date they become payable.

- (b) According to the information and explanations given to us, there are no dues of income tax, service tax, sales tax, customs duty and excise duty or value added tax outstanding on account of any disputes. However, according to information and explanations given to us, the following dues of income tax have not been deposited by the Company on account of disputes:

Name of the Statute	Nature of dues	Amount in (Rs)	Period to which the amount relates	Forum where dispute is pending
Income Tax	Income Tax & Interest	2,62,650	A.Y-2012-13	CIT Appeal
Income Tax	Income Tax & Interest	3,48,040	A.Y-2013-14	CIT Appeal

8. According to the information and explanation given to us, the Company has not defaulted in repayment of loans or borrowing to financial institutions, banks, governments or dues to debenture holders.
9. To the best of our knowledge and belief and according to the information and explanation given to us, the Company did not raise any money by way of initial public offer or further public offer. However, the term loans availed by the Company, prima facie, were applied by the Company during the year for the purposes for which the loans were obtained.
10. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
11. According to the information and explanation given to us and based on our examination of the records of the Company, the Company has paid the managerial remuneration in accordance with the requisite approvals mandated by the Provision of Section 197 read with Schedule V to the Act.
12. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, Paragraph 3 (XII) of the Order is not applicable to the Company.
13. According to the information and explanations given to us and based on our examination of the record of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the Financial Statements as required by the applicable accounting standards.
14. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Therefore, paragraph 3(xiv) of the Order is not applicable to the Company.
15. According to the information and explanation given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transaction with directors or persons connected with him. Accordingly, Paragraph 3(XV) of the Order is not applicable to the Company.
16. The Company is required to be registered under Section 45-IA of the Reserve Bank of India Act 1934 and the Company had already obtained the required registration from RBI.

For Chandarana & Sanklecha.,
Chartered Accountants
Firm Regd. No : 000557S

Bharat Raj Sanklecha
Proprietor
Membership No. 027539

Place : Chennai
Date : 30th May 2017

ANNEXURE 2 TO INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of Galada Finance Limited on the financial statements for the year ended March 31, 2017)

Report on the Internal Financial Controls over Financial Reporting 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 Galada Finance Limited ("the Company") as of March 31, 2017 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 specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, 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 ICAI.

For Chandarana & Sanklecha.,
Chartered Accountants
Firm Regd. No : 000557S

Bharat Raj Sanklecha
Proprietor
Membership No. 027539

Place : Chennai
Date : 30th May 2017

Particulars	Note No.	As at 31 st March, 2017 in Rs.	As at 31 st March, 2016 in Rs.
I. EQUITY AND LIABILITIES			
(1) Shareholders' funds			
(a) Share capital	2	30,000,000	30,000,000
(b) Reserves and surplus	3	30,772,377	28,407,897
		60,772,377	58,407,897
(2) Share application money pending allotment			
(3) Non-current liabilities			
(a) Long-term borrowings	4	3,471,801	5,850,000
(b) Deferred tax liabilities (net)		-	41,000
(c) Other Long Term liabilities	5	194,065	667,980
		3,665,866	6,558,980
(4) Current liabilities			
(a) Short-term borrowings	6	28,019,060	23,989,205
(b) Other current liabilities	7	19,900,993	12,883,838
(c) Short-term provisions	8	3,452,000	2,628,000
		51,372,053	39,501,043
TOTAL EQUITY AND LIABILITIES		115,810,296	104,467,920
II. ASSETS			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets	9	5,706,452	3,423,828
(b) Non-current investments	10	17,793,421	16,164,727
(c) Deffered Tax Assest		164,500	-
(d) Long-term loans and advances	11	421,517	421,517
		24,085,890	20,010,072
(2) Current assets			
(a) Cash and cash equivalents	12	534,856	834,622
(b) Short-term loans and advances	13	91,189,550	83,623,226
		91,724,406	84,457,848
TOTAL ASSETS		115,810,296	104,467,920
Notes to the Accounts	1 to 25		

As per our report of even date attached

For **CHANDARANA AND SANKLECHA**
Chartered Accountants
Firm No. 000557S

For and on behalf of the Board of Directors

Bharat Raj Sanklecha
Proprietor
Membership No. 27539

J. Ashok Galada
Managing Director
DIN : 00042295

Naveen Galada
Director
DIN: 00043054

Alpa Jain
Company
Secretary

K.R.Manimeghala
Chief Financial
Officer

Place : Chennai
Date : 30.05.2017

**STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2017**

Particulars	Note No.	As at 31 st March, 2017 in Rs.	As at 31 st March, 2016 in Rs.
REVENUE			
I. Revenue from operations	14	14,758,830	13,951,125
II. Other Income	15	2,856,044	1,472,340
III. Total Revenue (I+II)		17,614,874	15,423,465
EXPENSES			
Employee Benefits Expenses	16	3,015,393	2,890,049
Finance Costs	17	4,586,294	4,011,953
Depreciation and amortisation expenses		1,595,751	950,587
Other Expenses	18	4,527,456	3,971,248
Provision For NPA		824,000	433,000
IV. Total Expenses		14,548,894	12,256,837
V. Profit before Tax (III-IV)		3,065,980	3,166,628
VI. Tax Expense			
(1) Current Tax		907,000	915,000
(2) Deferred Tax		(205,500)	(44,000)
VII. Profit after Tax (V-VI)		2,364,480	2,295,628
Earning per share-Basic & Diluted		0.79	0.77
Notes to the Accounts	1 to 25		

For **CHANDARANA AND SANKLECHA**
Chartered Accountants
Firm No. 000557S

As per our report of even date attached

For and on behalf of the Board of Directors

Bharat Raj Sanklecha
Proprietor
Membership No. 27539

J. Ashok Galada
Managing Director
DIN : 00042295

Naveen Galada
Director
DIN: 00043054

Alpa Jain
Company
Secretary

K.R.Manimeghala
Chief Financial
Officer

Place : Chennai
Date : 30.05.2017

Notes forming part of the financial statements**Note 1 - Significant Accounting Policies****a) Basis of preparation of Financial Statements**

The Financial Statements of the Company has been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act") / Companies Act, 1956 ("the 1956 Act") as applicable & the Regulations as applicable to the Non Banking Finance Companies, issued by the RBI.

b) Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

c) Fixed Assets

Fixed Assets are stated at cost less accumulated depreciation. Cost comprises of purchase price and other attributable costs, if any, in bringing the assets to its working condition for its intended use.

d) Depreciation

(i) Depreciation is provided for on Written Down Value method based on useful life of the assets as specified in Part C of Schedule II of the Companies Act, 2013

(ii) In respect of addition of assets during the year, depreciation have been provided as per Part C of Schedule II of Companies Act, 2013

e) Revenue Recognition

i) The company accounts for income and expenditure on accrual basis except otherwise stated.

ii) Finance Charges in respect of Hire Purchase, Vehicle loan & Hypothecation transactions are apportioned over the period of agreement by Internal Rate of Return basis.

iii) The company has followed the Prudential Norms prescribed by the Reserve Bank of India for Non-Banking Financial Companies.

iv) Interest on overdue lease rentals, loans and hire purchase instalments accounted for on receipt basis.

f) Investments:

Investments in Shares and Debentures are stated at cost. However, any decline in the value of such investments which in the opinion of the management, is not temporary, is provided for.

g) Taxation

Provision for taxation comprises of the current tax provision, and the net change in the deferred tax asset or liability during the year Provision for deferred tax is made on the timing differences arising

between the taxable income and accounting income computed using the tax rates and laws that has been enacted or substantively enacted as of the balance sheet date.

h) Provisions

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

i) Contingent Liabilities and Contingent Assets

Contingent liabilities and contingent assets are not recognized in the financial statements.

j) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

Earning per share, both basic and diluted, are calculated in accordance with the Accounting Standard - 20 issued by the Institute of Chartered Accountants of India.

k) Disclosure requirement regarding Micro, Small & Medium Scale Enterprises

The company has not received any intimation from suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence, disclosure, if any, relating to amount unpaid at the year end together with interest paid/ payable as required under the said Act have not been given.

Note 2 Share capital

Particulars	As at 31st March, 2017		As at 31st March, 2016	
	Number of shares	Amount	Number of shares	Amount
(a) Authorised Equity shares of Rs.10 each with voting rights	4,000,000	40,000,000	4,000,000	40,000,000
(b) Issued Equity shares of Rs.10 each with voting rights	3,000,000	30,000,000	3,000,000	30,000,000
(c) Subscribed and fully Paid up Equity shares of Rs.10 each with voting rights	3,000,000	30,000,000	3,000,000	30,000,000
Total	3,000,000	30,000,000	3,000,000	30,000,000

Note 2.1

The number of shares outstanding at the beginning and at the end of the reporting period are the same.

Note 2.2

Details of shareholders holding more than 5 % shares of the company

Name of the Shareholder	No. of shares held as on 31st March 2017	% of Holding	No. of shares held as on 31st March 2016	% of Holding
Galada Trades Ltd	199,124	6.64	199,100	6.64
Galada Housing Ltd	364,600	12.15	364,600	12.15
Ashok Kumar Galada HUF	174,500	5.82	174,500	5.82
Shanthi Galada	195,750	6.53	195,750	6.53
Prithvi Softech Limited	225,000	7.50	225,000	7.50

Note 3 Reserves and surplus

Particulars	As at 31st March, 2017 in Rs.	As at 31st March, 2016 in Rs.
(a) Statutory reserve		
(As per Section 45-IC of the Reserve Bank of India Act, 1934)		
Opening balance	8,023,000	7,563,000
Add: Transferred from surplus in Statement of Profit and Loss Statement	473,000	460,000
Closing balance	8,496,000	8,023,000
(b) General reserve brought forward	6,064,739	6,064,739
Addition during the year	-	-
Closing balance	6,064,739	6,064,739
(c) Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	14,320,158	12,484,530
Add: Profit / (Loss) for the year	2,364,480	2,295,628
Less: Transferred to Statutory Reserve	473,000	460,000
Closing balance	16,211,638	14,320,158
Total	30,772,377	28,407,897

Note 4 Long-term borrowings

Particulars	As at 31st March, 2017 in Rs.	As at 31st March, 2016 in Rs.
Secured Loan -Volkswagan Finance P LTd (Secured against Audi Car)	2,357,801	-
Unsecured loan - Fixed Deposits	1,114,000	5,850,000
Total	3,471,801	5,850,000

Note 4.1 Fixed Deposits from Directors

31st March 2016 1,950,000

31st March 2017 100,000

Note 5 Other Long term liabilities

Particulars	As at 31st March, 2017 in Rs.	As at 31st March, 2016 in Rs.
Interest accrued but not due	194,065	667,980
Total	194,065	667,980

Note 5.1 Interest accrued on deposit from Directors

31st March 2016 295,077

31st March 2017 NIL

Note 6 Short-term borrowings

Particulars	As at 31st March, 2017 in Rs.	As at 31st March, 2016 in Rs.
Secured loan from Indian Bank (Secured by hypothecation of agreements of debtors, Personal guarantees of directors & collateral security of property of director and relatives.)	20,375,300	20,051,526
Secured loan from others (Secured by pledge of shares)	2,165,429	2,702,679
Unsecured loan - Fixed Deposits	4,836,000	1,235,000
Secured Loan - From Volkswagon Finance P.Ltd (Secured against Audi Car)	642,331	-
Term Loan - From others (Secured by Hypothication of Agreement of Debtors)		-
Total	28,019,060	23,989,205

Note 6.1 Fixed Deposits from Directors

31st March 2016 - 100,000

31st March 2017 - 1,850,000

Note 7 Other current liabilities

	As at 31st March, 2017 in Rs.	As at 31st March, 2016 in Rs.
Unmatured hire charges	14,483,739	10,689,321
Advance interest	3,445,461	1,568,760
Advances & deposits	200,551	53,000
Sundry creditors for others	506,590	289,018
Sundry creditors for expenses	186,720	209,193
Interest accrued but not due	1,077,932	74,546
Total	19,900,993	12,883,838

Note 7.1 Interest accrued on deposit from Directors

31st March 2017 - 517,601

31st March 2016 - NIL

Note 8 Short-term provisions

	As at 31st March, 2017 in Rs.	As at 31st March, 2016 in Rs.
Provision for bad and doubtful debts	-	
i) On NPA	3,227,308	2,447,280
ii) On Standard Assets	224,692	180,720
Total	3,452,000	2,628,000



Note 9 Fixed assets

DESCRIPTION	Gross block at cost				Depreciation				Net Block	
	Balance as at 1 April, 2016	Additions	Disposals	Balance as at 31 March, 2017	Balance as at 1 April, 2016	Additions	Deductions	Balance as at 31 March, 2017	Balance as at 31 March, 2017	Balance as at 1 April, 2016
	In Rs.	In Rs.	In Rs.	In Rs.	In Rs.	In Rs.	In Rs.	In Rs.	In Rs.	In Rs.
Tangible Assets										
(a) Freehold Land	467,390	-	-	467,390	-	-	-	-	467,390	467,390
(b) Plant and Machinery	866,084	33,149	-	899,233	783,553	33,657	-	817,210	82,023	82,531
(c) Furniture and Fixtures	1,475,929	1,696	-	1,477,625	1,390,922	5,179	-	1,396,101	81,524	85,007
(d) Vehicles	3,888,239	4,279,621	1,800,695	6,367,165	2,153,091	1,316,557	1,303,986	2,165,662	4,201,503	1,735,148
(e) Office equipment	1,014,803	60,618	-	1,075,421	943,711	34,161	-	977,872	97,549	71,092
Assets on Lease										
(a) Furniture and Fixtures	619,875	-	-	619,875	557,632	24,283	-	581,915	37,960	62,243
(c) Equipment	2,961,601	-	-	2,961,601	2,041,184	181,914	-	2,223,098	738,503	920,417
Total	11,293,921	4,375,084	1,800,695	13,868,310	7,870,093	1,595,751	1,303,986	8,161,858	5,706,452	3,423,828
Previous year	10,198,882	1,118,280	23,241	11,293,921	6,941,935	950,587	22,429	7,870,093	3,423,828	3,256,947

NOTE 10 NON-CURRENT INVESTMENTS

Particulars		As at 31 March, 2017		As at 31 March, 2016	
Investment in Equity Instruments: Fully paid	Face value (In Rs.)	Holding (no. of shares)	Cost (In Rs.)	Holding (no. of shares)	Cost (In Rs.)
Other Companies					
Quoted					
AUTOMOTIVE AXLEX LTD	10	-	-	150	102,855
ALKEM LAB LTD	2	-	-	100	152,379
ASHOK LEYLAND		300	31,110		
AUROBINDO PHARMA		150	111,855		
AXIS BANK LTD		300	136,530		
BALLAPUR INDUSTRIES	2	4,000	80,675	4,000	80,675
BANK OF MAHARASHTRA	10	2,000	116,156	2,000	116,156
BHARATI AIRTEL LTD	5	150	64,875	150	64,875
BHARAT FORGE LTD		200	211,780		
BHEL	10	2,100	384,080	1,100	334,825
BOMBAY DYEING	2	1,500	97,050	1,500	176,530
BPCL		100	50,508		
BRITANNIA INDUSTRIES LTD	2	-	-	300	1,008,840
BSE LIMITED		200	205,260		
COAL INDIA	10	910	292,811	910	292,811
CREDIT ANALYSIS & RESEARCH LTD	10			50	76,675
CROMPTON GREAVES LTD	2			300	52,800
CROMPTON GREAVES CONSUMER LTD	2			300	-
DCB BANK	10			230	28,026
DLF LIMITED	2	2,000	725,406	1,000	577,256
DISMAN PHARMA & CHEM	2			200	72,634
DOLPIN OFFSHORE	10			350	43,113
ESCORTS LTD	10			300	35,685
ELGI EQUIPMENT	1			500	73,100
FEDDERS LLOYD	10	1,700	171,403	1,100	125,803
FEDERAL BANK LTD	2			1,000	114,975
FEDERAL BANK LTD(Bonus)	2			1,000	-
GANGOTHRI TEXTILES	5			500	11,900
GAS AUTHORITY OF INDIA LTD	10			450	182,610
GATI LTD	2	500	148,500	500	148,500
GNFC	10			489	45,320
GRAUER & WEIL (I) LTD	1			2,000	61,650
GRUH FINANCE LTD	2			600	161,640

Particulars		As at 31 March, 2017		As at 31 March, 2016	
Investment in Equity Instruments: Fully paid	Face value (In Rs.)	Holding (no. of shares)	Cost (In Rs.)	Holding (no. of shares)	Cost (In Rs.)
GUJARAT GAS COMPANY	2			210	166,614
GUJARAT INDUSTRIES POWER CO LTD	10			1,000	91,729
GVK POWER	1	19,000	460,550	9,000	358,300
GSFC	2			500	38,150
HDFC BANK LTD	2			209	212,420
HINDALCO INDUSTRIES LTD	1	100	19,070	300	52,140
HINDUSTAN OIL EXPLORATION COMPANY LTD	10			6,000	309,084
HINDUSTAN ORGANIC CHEMICAL LTD	10			2,000	43,150
IFCI LIMITED	10	93,000	4,085,123	31,000	2,223,623
INDIA BULLS REAL ESTATE	2	4,000	564,565	2,500	438,665
INDIA CEMENT	10			3,300	528,191
IPCA LAB	2	300	253,506	300	253,506
J.M.SHARE & STOCK BROKERS	1			2,000	84,590
JAIN STUDIO LIMITED	10	7,420	309,903	7,420	309,903
JHAGADIA COPPER LTD	10	1,000	24,000	1,000	24,000
JYOTHI LABORATORIES LTD	1			-	-
KARNATAKA BANK LTD	10	300	38,610	300	45,870
KESORAM INDUSTRIES LTD	10	3,100	917,807	2,100	775,707
KINETIC ENGINEERING LTD	10	258	141,135	258	141,135
KOHINOOR FOODS LTD	10			2,000	115,060
KPIT TECHNOLOGIES LTD	2	300	57,550	300	57,550
L&T FINANCE HOLDING LTD	10			500	40,850
LIC HOUSING FINANCE LTD	2			500	246,550
MARKSANS PHARMA LTD	1	500	53,650	500	53,650
MARUTI SUZUKI INDIA LTD		300	1,796,010		
MBL INFRA STRUCTURE LTD	10	5,100	366,070	600	135,180
MEOSIS INDUSTRIES LIMITED	10	600	25,650	600	25,650
MERCATORS LINES LIMITED	1	3,000	187,800	1,000	94,500
MERCK LTD		131	144,270		
MOSER BAER	10	5,250	317,425	5,250	317,425
MOTHERSUMI	1			450	139,860
MTNL LTD	10	1,000	176,824	1,000	176,824
NHPC	10	1,000	36,900	1,000	36,900
NET WORK 18 FINCOP LTD	5	1,500.0	76,775	1,000	56,900
OIL INDIA LTD	10	2,600	1,049,500	1,450	847,300
ONGC LTD	5	2,325	537,650	550	230,700

Particulars		As at 31 March, 2017		As at 31 March, 2016	
Investment in Equity Instruments: Fully paid	Face value (In Rs.)	Holding (no. of shares)	Cost (In Rs.)	Holding (no. of shares)	Cost (In Rs.)
ORIENT HOTEL	1			1,610	39,676
POWER FINANCE CORPORATION LTD	10	2,000	309,950	1,000	309,950
POWER GRID CORPN	10	500	102,050	500	63,450
POWER TRADING CORPORATION	10			2,000	175,900
PTC INDIA FINANCIAL SERVICES LTD	10	2,500	126,700	1,500	88,350
PUNJ LYODS	2	3,300	337,764	500	263,500
RELIANCE POWER LTD	10	1,900	401,460	1,400	375,410
SADBHAV ENGINEERS	1			-	-
SESA STERLITE LTD	1	600	177,345	600	177,345
SHREE RAM URBAN INFRASTRUCTURE LTD	10	500	219,998	500	219,998
STATE BANK OF BIKNER & JAIPUR	10			500	279,475
STATE BANK OF INDIA LTD	1			700	145,500
SUN PHARMACEUTICALS INDIA LTD	1			200	167,915
SUNDARAM FASTENERS LTD	1			680	109,892
SAVERA INDUSTRIES LTD	10	1,204	80,198	1,204	80,198
SIEMENS LTD	2	100	145,440	100	145,440
STRIDES SHASUN LTD		150	172,015		
TATA COMMUNICATION		300	226,890		
TATA INVEST	10	401	263,497	1,001	536,928
TATA METALIK	10			700	104,230
TATA MOTORS LIMITED		1,200	577,080		
TATA SPONGE IRON LTD		230	163,576		
TATA STEEL LTD	10	200	93,040	500	281,825
TECH MAHINDRA	10	600	352,820	400	261,060
TELE DATA INFO	2	1,000	71,990	1,000	71,990
TELEDATA MARINE SOLUTION	2	500	-	500	-
TELEDATA TECHNOLOGY SOLUTION	2	500	-	500	-
TD POWER SYSTEM LTD	10	1,200	332,324	900	280,695
UCO BANK LTD	10	500	57,150	500	57,150
ULTRATECH CEMENT LTD	10			1	1,749
UNITECH	2	1,500	190,875	1,500	190,875
WOCKHARDT LTD	5	50	96,795	50	96,795
			18,967,299		17,338,605
Unquoted					
BIHAR ALLOYS	10	200	2,000	2,000	2,000
GUPTA CARPET	10	360	11,425	360	11,425

Particulars		As at 31 March, 2017		As at 31 March, 2016	
Investment in Equity Instruments: Fully paid	Face value (In Rs.)	Holding (no. of shares)	Cost (In Rs.)	Holding (no. of shares)	Cost (In Rs.)
KAYPEE MANTEX	10	100	1,000	100	1,000
KOCHAR OIL MILL LTD	10	100	1,200	100	1,200
S.N.S.LEASING	10	100	650	100	650
TUNGABADRABULP BOARD STD	10	150	750	150	750
W.I.E..ENGINEERING	10	100	2,500	100	2,500
ZEN GLOBAL FINANCE	10	5,000	75,000	5,000	75,000
			94,525		94,525
			19,061,824		17,433,130
Less: Aggregate Provision for diminution in value of investments			2,668,403		2,668,403
			16,393,421		14,764,727
Investment in Govt. Securities					
9.38% West Bengal SDL	100		200,000		200,000
8.26% UP SDL	100		100,000		100,000
8.47% UP SDL	100		300,000		300,000
8.32% TN SDL	100		190,000		190,000
8.26% GOI Bond	100		150,000		150,000
7.99% MAHA SDL	100		100,000		100,000
9.01% J & K SDL	100		200,000		200,000
8.19% GOI Bond	100		60,000		60,000
8.79% MAHA SDL	100		100,000		100,000
			1,400,000		1,400,000

Total Non-Current Investments	17,793,421	16,164,727
Aggregate Cost of Quoted Shares	18,978,724	17,350,030
Aggregate market value of listed and quoted investments	13,200,515	9,172,900
Aggregate Cost of unquoted Shares	83,100	83,100

Note 11 Long-term loans and advances

Particulars	As at 31 st March, 2017 in Rs.	As at 31 st March, 2016 in Rs.
Unsecured, considered good		
Advances & Deposits	421,517	421,517
Total	421,517	421,517

Note 12 Cash and cash equivalents

Particulars	As at 31 st March, 2017 in Rs.	As at 31 st March, 2016 in Rs.
(a) Cash on hand	494,487	755,357
(b) Balances with banks In current accounts	40,369	79,265
Total	534,856	834,622

Note 13 Short-term loans and advances

Particulars	As at 31 st March, 2017 in Rs.	As at 31 st March, 2016 in Rs.
Secured, considered good		
Hypothecation Loans	1,406,336	1,406,336
Vehicle loans	15,593,715	10,973,365
Stock on hire	65,561,084	61,504,173
Unsecured, considered good		
Equipment lease rent receivable	-	240,000
Advances & Deposits	201,511	1,726,656
Vehicles in hand	2,891,350	2,464,002
Loans	4,744,058	4,585,360
Interest Accrued but not due	31,372	31,372
Dividend Receivable	10,000	
Other loans & advances		
Income Tax (Net of provision)	750,124	691,962
Total	91,189,550	83,623,226

Note 14 Revenue from operations

Particulars	As at 31 st March, 2017 in Rs.	As at 31 st March, 2016 in Rs.
Income from Financing Operations		
Interest Receipts	5,376,891	4,134,956
Hire Purchase Profit	9,375,759	9,189,269
Document Charges Receipts	6,180	26,900
Lease Rentals	-	600,000
Total	14,758,830	13,951,125

Note 15 Other Income

Particulars	As at 31st March, 2017 in Rs.	As at 31st March, 2016 in Rs.
Dividend Receipts	171,388	257,293
Interest on Govt Securities	120,342	120,342
Profit on sale of Assets	200,291	0
Profit on sale of Shares	2,332,293	1,059,322
Miscellaneous Income	31,730	35,383
Total	2,856,044	1,472,340

Note 16 Employee Benefits

Particulars	As at 31st March, 2017 in Rs.	As at 31st March, 2016 in Rs.
Salary & Bonus	1,429,479	973,162
Managerial Remuneration	1,500,000	1,500,000
Gratuity	-	336,121
Staff Welfare Expenses	85,914	80,766
Total	3,015,393	2,890,049

Note 17 Finance Costs

Particulars	As at 31st March, 2017 in Rs.	As at 31st March, 2016 in Rs.
Interest Expense		
Loan from Bank	2,473,596	2,260,380
Fixed Deposits	972,330	930,674
Other Interest	1,116,377	726,676
	4,562,303	3,917,730
Loan Processing Fees	643	67,850
Bank Charges	23,348	26,373
Total	4,586,294	4,011,953

Note 18 Other Expenses

Particulars	As at 31st March, 2017 in Rs.	As at 31st March, 2016 in Rs.
Advertisement Expenses	44,947	67,397
Audit Fees	86,000	86,000
Bad Debts	1,235,568	617,765
Business Promotion Expenses	44,034	91,330
Commission & Brokerage	-	14,808
Communication Expenses	123,396	110,660
Consultancy Fees	-	100,000
Custodial charges	40,000	40,000
Demat Charges	2,185	-
Directors Sitting Fees	32,000	28,000
Electricity Expenses	72,373	55,006
Insurance Charges	159,646	77,908
Legal & Professional Fees	551,479	526,058
Listing Fees	200,000	200,000
Loss on Sale of Assets	-	512
Miscellaneous Expenses	330,820	276,078
Office Expenses	241,508	368,607
Office Rent	480,000	480,000
Parking Charges	-	4,500
Printing and Stationery	53,575	92,099
Rates and taxes	4,190	208,556
Repairs & Maintenance Charges	70,014	92,195
Service Tax Paid	199,614	-
STT	84,221	15,531
Travelling and Conveyance	103,702	195,259
Vehicle Maintenance	368,184	222,979
Total	4,527,456	3,971,248

NOTE 19 - General - Payments to Auditors

Particulars	2016 - 2017	2015 - 2016
	RS.	RS.
For Statutory Audit	45,000	45,000
For Tax Audit	10,000	10,000
For Taxation	10,000	10,000
For Other Services	11,000	11,000
For Out of pocket expenses	10,000	10,000
Total	86,000	86,000

NOTE 20 - Finance Charges

Particulars	2016 - 2017	2015 - 2016
On Fixed Loans	972,330	1,135,712
On Other Loans	3,589,973	2,782,018
Total	4,562,303	3,917,730

NOTE 21

The Company is engaged primarily in the business of financing and accordingly there are no separate reportable segment as per accounting standard 17 (Segment Reporting) issued by the Institute of Chartered Accountants of India.

NOTE 22 - Payment to Directors

Particulars	2016 - 2017	2015 - 2016
A. Interest on Fixed Deposit	295,904	251,215
B. Sitting Fees	32,000	28,000
C. Salary & Allowance	1,500,000	1,500,000

NOTE 23 - Related Party Disclosures
Related Parties
a. Key Management Personnel :

Mr. J Ashok Galada, Managing Director

Mr. Naveen Galada, Director

Ms. Alpa Jain, Company Secretary

Mrs. K.R.Manimeghala, Chief Financial Officer

B Transaction with Related Parties

Name of the Party	Relationship between the party	Nature of Transaction	Volume of transaction	Amount Payable
Alpa Jain	Company Secretary	Professional Fees	204,000	-
K.R.Manimeghala	Chief Financial Officer	Salary, Bonus & Conveyance	482,950	-
Shanthi Devi Galada	Managing Director's Wife	Rent	480,000	-
J Ashok Galada	Managing Director	Salary	1,500,000	-

NOTE 24

In accordance with the Accounting Standard 22(Accounting for taxes on income) issued by the Institute of Chartered Accountants of India, the deferred tax liability / assets as the case may be as at 31st March, 2017 has been changed to / reversed back in the Profit & Loss Account. In Current year provision has been reversed on account of timing difference of depreciation on assets.

NOTE 25 - Earning Per Share

Particulars	2016 - 2017	2015 - 2016
Profit after Tax	2,364,480	2,295,628
No of Shares outstanding	3,000,000	3,000,000
Earning Per Share - Basic & Diluted	0.79	0.77

NOTE 26 - Disclosure on Specified Bank Notes :

The details of Specified Bank Notes (SBN) held and transacted during the period from 08th November, 2016 to 30th December 2016 vide Notification No : G.S.R 308 (E) dated 30th March 2017 is given below :

Particular	SBNs*	Other Denomination (Rs.)	Total (Rs.)
Closing cash in hand as on 08th November 2016	951,000	58,269	1,009,269
(+) Permitted Receipts	-	297,877	297,877
(-) Permitted Payments	-	119,982	119,982
(-) Amount deposited in Banks	951,000	-	951,000
Closing cash in hand as on 30th December 2016	-	236,164	236,164

For the purposes of this clause, the term 'Specified Bank Notes' shall have the same meaning provided in the notification of the Government of India, in the Ministry of Finance, Department of Economic Affairs number S.O. 3407(E), dated the 8th November, 2016.

As per our report of even date attached

For **CHANDARANA AND SANKLECHA**

Chartered Accountants

Firm No. 000557S

For and on behalf of the Board of Directors

Bharat Raj Sanklecha

Proprietor

Membership No. 27539

J. Ashok Galada

Managing Director

DIN : 00042295

Naveen Galada

Director

DIN: 00043054

Alpa Jain

Company

Secretary

K.R.Manimeghala

Chief Financial

Officer

Place : Chennai

Date : 30.05.2017



**SCHEDULE TO THE
BALANCE SHEET OF A NON-BANKING FINANCIAL COMPANY**

(as required in terms of Paragraph 9BB of
Non-Banking Financial Companies Prudential Norms(Reserve Bank) Directions, 1998

Particulars		(Rs. in Lakhs)	
Liabilities side:			
(1)	Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid (a) Debentures : Secured : Unsecured (other than falling within the meaning of public deposit*) (b) Deferred Credits (c) Term Loans (d) Inter-corporate loans and borrowing (e) Commercial Paper (f) Public Deposits * (g) Other Loans (specify nature) From Banks From Others	Amount outstanding - - - - - - 71 204 55	Amount Over due - -
(2)	Break-up of (1) (f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid): (a) In the form of Unsecured debentures (b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security (c) Other public deposits	- - 71	
Asset Side:		Amount outstanding	
(3)	Break-up of Loans and Advances including bills receivable [other than those included in (4) below] : (a) Secured (b) Unsecured	120 44	
(4)	Break-up of Leased Assets and stock on hire and hypothecation loans counting towards EL/HP activities (i) Lease assets including lease rental under sundry debtors :		



(6) Borrower group-wise classification of all leased assets, stock on hire and loans and advances : Please see Notes 2 below

Category		Amount net of provisions		
		Secured	Unsecured	Total
1. Related Parties **				
(a) Subsidiaries		-	-	
(b) Companies in the same group		-	-	-
(c) Other related parties		-	-	-
2. Other than related parties		617	44	661
Total		617	44	661

(7) Investor group-wise classification of all investments(Current and long term) in shares and securities (both quoted and unquoted): Please see Notes 3 below

Category		Market Value / Break Up or fair value or NAV		Book Value (Net of Provisions)
1. Related Parties **				
(a) Subsidiaries		-	-	-
(b) Companies in the same group		-	-	-
(c) Other related parties		-	-	-
2. Other than related parties		146		178
Total		146		178

** as per Accounting Standard of ICAI (Please see Note 3)

(8) Other Information

Particulars		Amount
(i)	Gross Non-Performing Assets (Agreement balance)	
(a)	Related parties	
(b)	Other than related parties	82
(ii)	Net Non-Performing Assets (Agreement balance less advance hire charges/advance interest & provision)	
(a)	Related parties	
(b)	Other than related parties	36
(iii)	Assets acquired in satisfaction of debt	-

As per our report of even date attached

For **CHANDARANA AND SANKLECHA**

Chartered Accountants For and on behalf of the Board of Directors

Firm No. 000557S

Bharat Raj Sanklecha

Proprietor

Membership No. 27539

J. Ashok Galada

Managing Director

DIN : 00042295

Naveen Galada

Director

DIN: 00043054

Alpa Jain

Company

Secretary

K.R.Manimeghala

Chief Financial

Officer

Place : Chennai

Date : 30.05.2017

CASH FLOW STATEMENT AS AT 31ST MARCH 2016

Particulars	As on 31.03.2017 Rs. In Lakhs	As on 31.03.2016 Rs. In Lakhs
Cash flow from operating activities		
Net profit before Tax and Extra ordinary items	30.66	31.67
Add: Non operating expenses / Non cash flow items		
Adjustment for depreciation	15.96	9.51
Interest & Financial Charges	45.62	39.18
Provision For NPA	8.24	4.33
Loss on Sale of Shares	-	-
Loss on Sale of Assets	-	0.01
	69.82	53.02
Less : Non operating incomes		
Profit on Sale of Shares	23.32	10.59
Profit on sale of fixed Assets	2.00	-
Interest on Government Securities.	1.20	1.20
Dividend Receipts	1.71	2.57
	28.23	14.36
Operating profit before working capital changes	72.25	70.33
Add/(Less) : Adjustments for working capital changes		
Increase / (Decrease) in Current Liabilities	3.43	2.69
Decrease / (Increase) in stock on Hire	(2.63)	(38.44)
(Increase) / Decrease in advance & deposits	(15.75)	(56.47)
	(14.95)	(92.22)
Cash Generated from Operations	57.30	(21.89)
Less : Interest Paid	(40.33)	(36.08)
Income Tax paid	(9.65)	(9.34)
Net Cash from Operating activities (A)	7.32	(67.31)
Cash flow from investing activities		
Sale / (Purchase) of Fixed Assets (Net)	(36.78)	(11.18)
Purchase of Investments (Net)	7.03	4.43
Net Cash used in Investing Activities (B)	(29.75)	(6.76)

Particulars	As on 31.03.2017 Rs. In Lakhs	As on 31.03.2016 Rs. In Lakhs
Cash Flow from Financing Activities		
Repayment of Long term Borrowing & Debts (Net of repayments)	(23.78)	3.84
Short Term Borrowings (Net of repayments)	40.30	68.02
Interest on Government Securities.	1.20	1.20
Dividend Receipts	1.71	2.57
Dividend Paid	-	-
Net Cash Flow from financing activities (C)	19.43	75.63
Net increase in cash and cash equivalents (A+B+C)	(3.00)	1.56
Cash and equivalents as at 31st March 2015	8.35	6.79
Cash and equivalents as at 31st March 2016	5.35	8.35
Increase / Decrease in cash equivalents	(3.00)	1.56
	0.00	(0.00)

For and on behalf of the Board of Directors

J. Ashok Galada
Managing Director
DIN : 00042295

Naveen Galada
Director
DIN: 00043054

Alpa Jain
Company
Secretary

K.R.Manimeghala
Chief Financial
Officer

Place : Chennai
Date : 30.05.2017

AUDITOR'S CERTIFICATE

We have examined the above Cash Flow Statement of Galada Finance Limited derived from the audited Financial Statements for the year ended 31st March 2017. The statement has been prepared by the Company in accordance with requirements of Clause 32 of the listing agreement with the stock exchange. Previous year's figures have been re-grouped wherever found necessary.

For **CHANDARANA AND SANKLECHA**
Chartered Accountants
Firm No. 000557S

Bharat Raj Sanklecha
Proprietor
Membership No. 27539

Place : Chennai
Date : 30.05.2017

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 : L65191TN1986PLC012826

Name of the Company : Galada Finance Limited

Registered office : "SHANTHI SADAN",

Old No. 4, (New No. 7), Shaffee Mohammed Road,

Thousand Lights, Chennai - 600 006

Name of the member(s) :

Registered Address :

E-mail id :

Folio No. / Client Id :

DP ID :

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

1. Name:

Address:

E-mail Id:

Signature:....., or failing him

2. Name:

Address:

E-mail Id:

Signature:....., or failing him

3. Name:

Address:

E-mail Id:

Signature:....., or failing him

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the company, to be held on the Saturday 23th September 2017 at 4.00 p.m. at the registered office of the company and at any adjournment thereof in respect of such resolutions as are indicated below:

Signed thisday of 20.....

Signature of Shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp



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

Attendance Slip

Please Fill the Attendance Slip and Hand it over at the entrance of the Meeting Venue

Joint shareholders may obtain Attendance Slip on request.

DP ID :

Reg. Folio No.

Client ID :

No. of shares held :

I certify that I am a member / proxy for the member of the Company.

I hereby record my presence at the **Thirtieth Annual General Meeting** of the Company held on Saturday 24th September 2016 at 4.00 p.m. at the registered office of the Company.

Signature of the member / proxy

Signature of the member / proxy

NOTE : NO GIFTS WILL BE DISTRIBUTED AT THE ANNUAL GENERAL MEETING