

ONELIFE CAPITAL ADVISORS LIMITED

Statement of Audited Financial Results for the quarter/for the year ended 31st March 2013

[Figures in Rs. Lakhs, except share and per share data]

		STANDALONE					CONSOLIDATED	
		QUARTER ENDED			YEAR ENDED		YEAR ENDED	
		3/31/2013 (Audited)	12/31/2012 (Unaudited)	3/31/2012 (unaudited)	3/31/2013 (Audited)	3/31/2012 (Audited)	3/31/2013 (Audited)	3/31/2012 (Audited)
1	Income from operations			155.68		902.68	520.78	NA
	(a) Net income from operations (Net of service tax)							"
	(b) Other operating income							"
	Total income from operations (net)			155.68		902.68	520.78	"
2	Operating Expenses						236.05	"
	Cost of material consumed						1.12	
	Changes in Inventories of Finished Good and Work in Progress				68.72	84.70	77.89	"
	Employee Cost	17.75	17.56	24.39	1.66	1.42	2.83	"
	Depreciation and amortisation expense	0.59	0.44	0.32	0.00	621.15		"
	Finder Fees			312.90	67.84	199.96	154.32	"
	Other Operating Expenses	20.86	19.13	17.40				"
	Total expenses	39.20	37.13	355.01	138.21	907.23	472.20	"
3	Profit / (Loss) from operations before other							
	income, finance costs and exceptional items (1-2)	(39.20)	(37.13)	(199.33)	(138.21)	(4.55)	48.57	"
4	Other income	26.45		0.005	26.45	7.85	16.21	"
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items	(12.75)	(37.13)	(199.32)	(111.77)	3.31	64.78	"
	(3 + 4)							
6	Finance costs					1.93		"
7	Profit / (Loss) from ordinary activities after							
	finance costs but before exceptional items	(12.75)	(37.13)	(199.32)	(111.77)	1.38	64.78	"
	(5 - 6)							
8	Exceptional items							"
9	Profit / (Loss) from ordinary activities before tax	(12.75)	(37.13)	(199.32)	(111.77)	1.38	64.78	"
	(7 + 8)							
10	Tax expense							"
	Current Year Income Tax				0.60		0.60	"
	Income Tax for earlier years							"
11	Net Profit / (Loss) from ordinary activities	(12.75)	(37.13)	(199.32)	(112.36)	1.38	64.18	"
	after tax (9 - 10)							
12	Extraordinary Items (net of tax expenses)							"



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13	Net Profit / (Loss) for the period (11 + 12)	(12.75)	(37.13)	(199.32)	(112.36)	1.38	64.18	"
14	Share of profit /Loss of associates						120.88	"
15	Minority Interest							"
16	Net Profit /loss after taxes, minority interest and share of profit/loss of associates (13 +14 +15)	(12.75)	(37.13)	(199.32)	(112.36)	1.38	(56.70)	"
17	Paid-up equity share capital (Face Value - Rs.10 per share)	1336.00	1,336.00	1336.00	1336.00	1336.00	1336.00	"
18	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year					3,568.76		"
19	Earnings per share (before extraordinary items) (in Rs.) (Not annualised):							"
	Basic and Diluted	(0.10)	(0.28)	(1.49)	(0.84)	0.01	(0.42)	"
20	Earnings per share (after extraordinary items) (in Rs.) (Not annualised):							"
	Basic and Diluted	(0.10)	(0.28)	(1.49)	(0.84)	0.01	(0.42)	"

	PARTICULARS	STANDALONE		CONSOLIDATED	
		YEAR ENDED		YEAR ENDED	
		3/31/2013 (Audited)	3/31/2012 (Audited)	3/31/2013 (Audited)	3/31/2012 (Audited)
A	EQUITY AND LIABILITIES				
1	Shareholders' funds	1,336.00	1,336.00	1,336.00	NA
	(a) Share capital	3,456.39	3,568.76	6,593.95	"
	(b) Reserves and surplus				
	(c) Money received against share warrants				
	Sub-total - Shareholders' funds	4,792.39	4,904.76	7,929.95	"
2	Share application money pending allotment				"
3	Minority Interest			4,041.65	"
4	Non-current liabilities				"
	(a) Long-term borrowings				"
	(b) Deferred tax liabilities (net)			5,757.25	"
	(c) Other long-term liabilities	2.06	2.13	2.06	"
	(d) Long-term provisions	2.06	2.13	5,759.31	"
	Sub-total - Non-current liabilities				
5	Current liabilities				
	a) Short-term borrowings	845.13	847.02	845.13	"
	(b) Trade payables	7.70	7.30	11.68	"
	(c) Other current liabilities	852.83	854.31	856.82	"
	Sub-total - Current liabilities				
	TOTAL - EQUITY AND LIABILITIES	5,647.29	5,761.20	18,587.73	"



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B	ASSETS					
1	Non-current assets					
	(a) Fixed assets	4.93	4.22	693.28	"	
	(b) Goodwill on consolidation	-	-	-	"	
	(c) Non-current investments	301.68	301.68	8.86	"	
	(d) Deferred tax assets (net)	-	-	-	"	
	(e) Long-term loans and advances	3,853.26	3,980.46	3,021.71	"	
	(f) Other non-current assets	-	-	-	"	
	Sub-total - Non-current assets	4,159.88	4,286.36	3,723.85	"	
2	Current assets					
	(a) Current investments	-	-	51.55	"	
	(b) Inventories	211.55	211.55	213.40	"	
	(c) Trade receivables	75.03	51.13	1,040.23	"	
	(d) Cash and cash equivalents	1,200.83	1,212.16	13,558.70	"	
	(e) Short-term loans and advances	-	-	-	"	
	(f) Other current assets	1,487.42	1,474.84	14,863.88	"	
	Sub-total - Current assets	-	-	-	"	
	TOTAL - ASSETS	5,647.29	5,761.20	18,587.73	"	

SEGMENT WISE REPORTING OF REVENUE, RESULTS AND CAPITAL EMPLOYED FOR THE YEAR ENDED ON 31ST MARCH, 2013

Sr.No	Particulars	CONSOLIDATED	
		Audited Financial results for the	
		Year ended	Year ended
		31st March 2013	31st March 2012
1	Segment Revenue		
	a) Merchant Banking	-	NA
	b) Gas and Energy	-	"
	c) Agriculture	520.78	"
	Sub Total	520.78	"
2	Segment Results		
	(Profit (+)/Loss(-) before Tax and interest from each segment		
	a) Merchant Banking	(111.77)	NA
	b) Gas and Energy	(10.90)	"
	c) Agriculture	187.45	"
	Sub Total	64.78	"
3	Capital Employed		
	(Segment Assets - Segment Liabilities)		
	a) Merchant Banking	3,355.74	NA
	b) Gas and Energy	-	"
	c) Agriculture	741.10	"
	Total Segment Capital Employed	4,096.83	"



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PART II		Standalone				Consolidated	
Particulars	Quarter ended		Year Ended		Year Ended		
	31/03/2013	31/12/2012	31/03/2012	31/03/2013	31/03/2012	31/03/2013	
	Audited	Unaudited	Unaudited	Audited	Audited	Audited	
A	PARTICULARS OF SHAREHOLDING						
1	Public shareholding						
	- Number of shares	3,400,000	3,400,000	3,350,000	3,400,000	3,350,000	3,400,000
	- Percentage of shareholding	25.45	25.45	25.07	25.45	25.07	25.45
2	Promoters and Promoter Group Shareholding						
	a) Pledged / Encumbered						
	- Number of shares	0	0	0	0	0	0
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	0	0	0	0	0	0
	- Percentage of shares (as a % of the total share capital of the company)	0	0	0	0	0	0
	b) Non - encumbered						
	- Number of shares	9,960,000	9,960,000	10,010,000	9,960,000	10,010,000	9,960,000
	- Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group)	100	100	100	100	100	100
	- Percentage of shares (as a % of the total share capital of the company)	74.55	74.55	74.93	74.55	74.93	74.55

Particulars	3 months ended 31/03/2013
B	INVESTOR COMPLAINTS
Pending at the beginning of the quarter	0
Received during the quarter	1
Disposed of during the quarter	1
Remaining unresolved at the end of the quarter	0



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NOTES

1) The above audited results have been reviewed by the Audit Committee and taken on record approved by the Board of Directors in their meeting held on 8th July 2013

2) Previous years / period figures have been regrouped or reclassified wherever necessary to make them comparable with the figures of the current period.

3) The figures of last quarter represent the difference between the audited figures in respect of the full financial year and published year to date upto third quarter of the financial year.

4) Consolidated Financial Statements of the Company have been prepared in accordance with Accounting Standard 21 ' Consolidated Financial Statements' as notified pursuant to the Companies (Accounting Standard) Rules, 2006 issued by the Central Government.

5) On November 01, 2012, Onelife Gas & Energy Infrastructure Limited (OGEIL) became a subsidiary of the Company as a result of issue of bonus shares by the OGEIL to the shareholders other than the promoters. Consequently, Goodyield Farming Limited and Goodyield Fertilisers and Pesticides Private Limited became step down subsidiaries of the Company.

6) The Company is engaged in the business of providing Capital Advisory Services. It is a Category-1 merchant banker, portfolio manager, stock broker on Bombay Stock Exchange Ltd (BSE) and trading member of equity and derivative segment of BSE. It is duly registered with the Securities and Exchange Board of India (SEBI) in respect of the above categories. It had come out with a public issue of its equity shares of Rs 10/- each at a premium of Rs 100/- each in September-October 2011. The equity shares of the company are listed on the BSE and NSE.

The SEBI had carried out investigation in the issue process of the company and the utilization of the issue proceeds. During the course of investigations, the SEBI has come to a prima facie conclusion that the proceeds of the public issue were utilized for the objects other than the objects mentioned in the red herring prospectus. The SEBI has passed an Ex-Parte Ad Interim order dated 28th December 2011. It has also passed an order dated 15th February 2012 clarifying its order dated 28th December 2011. The cumulative effect of these orders with respect to the company and its directors is as below:

- The company shall not issue any equity shares or any other instrument convertible into equity shares, in any manner or shall not alter its capital structure in any manner till further directions from the SEBI;
- The company shall not undertake any fresh business in its capacity as merchant banker, portfolio manager, stock broker and trading member till further directions from SEBI, except the business already mandated as on 28th December 2011;
- The company shall not buy, sell or deal in securities directly or indirectly till further directions from the the SEBI;
- All the directors of the company shall not buy, sell or deal in securities directly or indirectly till further directions from the SEBI;
- The company shall call back funds transferred to Fincare Financial and Consultancy Services Private Limited and Precise Consulting & Engineering Private Limited.

The company had filed an appeal against the order of the SEBI with the Hon'ble Securities Appellate Tribunal (SAT). The Hon'ble SAT had directed the SEBI to complete its investigations by 31st October 2012. However, the Company has not yet received any report. SAT has also stayed the direction of the SEBI which directed the company to call back funds given to Fincare Financial and Consultancy Services Private Limited and Precise Consulting & Engineering Private Limited. Pending completion of investigation by SEBI, the accounts have been prepared on going concern basis.

On January 16, 2013 SEBI has passed a confirmatory order which was considered by SAT in the appeal pending before it and the Hon'ble SAT has disposed of the appeal directing that the Board shall issue show cause notice to the appellants within five weeks and pass final order within a period of four months from the date of the appeal.

The Company has received the show cause notice dated 26th February 2013. The Company Has given the reply of the show cause and filed consent application on 13th May 2013

Additional disclosure in accordance with Clause 43 of the Listing Agreement for the quarter

1) The position of funds raised on IPO including share premium and utilization thereof, which includes amount given as advance towards executing the objects of the issue,

(Rs in lakhs)			
Sr. No.	Particulars	Proposed	Actual
1	Purchase of Corporate office	700.00	700.00
2	Development of Portfolio	1,157.80	1,150.00
3	Brand Building	770.00	770.00
4	General Corporate Purposes	897.60	905.40
5	Issue Expenses	159.60	159.60
	Total	3,685.00	3,685.00

Place: Mumbai
Date: 8th July , 2013

For and On Behalf of the Board of Directors
Onelife Capital Advisors Limited



T.K.P Naig
Chairman

