

**ONELIFE CAPITAL ADVISORS LIMITED**  
Statement of Audited Financial Results for the Quarter/year ended 31st March, 2015

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

	Particulars	STANDALONE				CONSOLIDATED		
		QUARTER ENDED			YEAR ENDED		YEAR ENDED	
		31-Mar-15 (Audited)	31-Dec-14 (Unaudited)	31-Mar-14 (Audited)	31-Mar-15 (Audited)	31-Mar-14 (Audited)	31-Mar-15 (Audited)	31-Mar-14 (Audited)
1	<b>Income from operations</b>							
	(a) Net income from operations	4.50	-	-	4.50	-	579.56	
	(b) Other operating income	-	-	-	-	-	-	
	<b>Total income from operations (net)</b>	<b>4.50</b>	<b>-</b>	<b>-</b>	<b>4.50</b>	<b>-</b>	<b>579.56</b>	
2	<b>Operating Expenses</b>							
	Cost of Materials Consumed	-	-	-	-	288.36	226.07	
	Changes in Inventories of Finished Goods and Work-in-Progress	-	-	-	-	-	46.42	
	Employee Benefits Expense	15.16	12.87	3.60	42.54	31.15	53.96	
	Depreciation and amortisation Expense	0.54	0.47	0.33	2.83	1.31	77.91	
	Other Expenses	215.33	8.60	26.13	252.98	63.04	336.87	
	<b>Total Expenses</b>	<b>231.03</b>	<b>21.94</b>	<b>30.06</b>	<b>298.35</b>	<b>95.50</b>	<b>456.56</b>	
3	<b>Profit / (Loss) from operations before other income, finance costs and exceptional items (1 - 2)</b>	<b>(226.53)</b>	<b>(21.94)</b>	<b>(30.06)</b>	<b>(293.85)</b>	<b>(95.50)</b>	<b>(177.54)</b>	
4	Other income	96.09	106.11	19.80	362.74	96.05	448.60	
5	<b>Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)</b>	<b>(130.44)</b>	<b>84.17</b>	<b>(10.26)</b>	<b>68.89</b>	<b>0.55</b>	<b>271.06</b>	
6	Finance costs	10.16	-	-	10.16	-	10.16	
7	<b>Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6)</b>	<b>(140.60)</b>	<b>84.17</b>	<b>(10.26)</b>	<b>58.73</b>	<b>0.55</b>	<b>260.90</b>	
8	Exceptional items	45.00	-	-	45.00	-	45.00	
9	<b>Profit / (Loss) from ordinary activities before tax (7 + 8)</b>	<b>(185.60)</b>	<b>84.17</b>	<b>(10.26)</b>	<b>13.73</b>	<b>0.55</b>	<b>215.90</b>	
10	Tax expense	(36.53)	18.57	(2.31)	3.35	0.06	5.08	
11	<b>Net Profit / (Loss) from ordinary activities after tax (9 - 10)</b>	<b>(149.07)</b>	<b>65.60</b>	<b>(7.95)</b>	<b>10.38</b>	<b>0.49</b>	<b>210.81</b>	
12	Extraordinary items (net of tax expenses)	-	-	-	-	-	-	
13	<b>Net Profit / (Loss) for the period (11 + 12)</b>	<b>(149.07)</b>	<b>65.60</b>	<b>(7.95)</b>	<b>10.38</b>	<b>0.49</b>	<b>210.81</b>	
14	Share of profit / Loss of associates	-	-	-	-	-	-	
15	Minority Interest	-	-	-	-	133.88	108.24	
16	<b>Net Profit / Loss after taxes, minority interest and share of Profit / (Loss) of associates (13 + 14 + 15)</b>	<b>(149.07)</b>	<b>65.60</b>	<b>(7.95)</b>	<b>10.38</b>	<b>0.49</b>	<b>76.93</b>	
17	Paid-up equity share capital (Face Value - Rs.10 per share)	1,336.00	1,336.00	1,336.00	1,336.00	1,336.00	1,336.00	
18	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	-	3,456.89	6,628.53	
19	Earnings per share (before and after extraordinary items) (Face Value - Rs.10 per share) (Not annualised) (in Rs.):							
	Basic and Diluted	(1.12)	0.49	(0.06)	0.08	0.0037	0.58	



	Particulars	STANDALONE				CONSOLIDATED	
		QUARTER ENDED		YEAR ENDED		YEAR ENDED	
		31-Mar-15	31-Dec-14	31-Mar-14	31-Mar-15	31-Mar-14	31-Mar-15
<b>A</b>	<b>PARTICULARS OF SHAREHOLDING</b>						
1	Public shareholding						
	- Number of shares	3,400,000	3,400,000	3,400,000	3,400,000	3,400,000	3,400,000
	- Percentage of shareholding	25.45	25.45	25.45	25.45	25.45	25.45
2	Promoters and Promoter Group Shareholding						
a)	Pledged / Encumbered						
	- Number of shares	300,000	-	-	300,000	-	300,000
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	3.01	-	-	3.01	-	3.01
	- Percentage of shares (as a % of the total share capital of the company)	2.25	-	-	2.25	-	2.25
b)	Non - encumbered						
	- Number of shares	9,660,000	9,960,000	9,960,000	9,660,000	9,960,000	9,660,000
	- Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group)	96.99	100	100	96.99	100	96.99
	- Percentage of shares (as a % of the total share capital of the company)	72.30	74.55	74.55	72.30	74.55	72.30

Particulars	3 months ended 31-Mar-15
<b>B INVESTOR COMPLAINTS</b>	
Pending at the beginning of the quarter	0
Received during the quarter	0
Disposed of during the quarter	0
Remaining unresolved at the end of the quarter	0

## Statement of Assets and Liabilities

PARTICULARS	STANDALONE		CONSOLIDATED	
	YEAR ENDED		YEAR ENDED	
	31-Mar-15 (Audited)	31-Mar-14 (Audited)	31-Mar-15 (Audited)	31-Mar-14 (Audited)
<b>A EQUITY AND LIABILITIES</b>				
1 Shareholders' funds				
(a) Share capital	1,336.00	1,336.00	1,336.00	1,336.00
(b) Reserves and surplus	3,466.91	3,456.89	6,705.09	6,628.53
<b>Sub-total - Shareholders' funds</b>	<b>4,802.91</b>	<b>4,792.89</b>	<b>8,041.09</b>	<b>7,964.53</b>
2 Share application money pending allotment	-	-	-	-
3 Minority Interest	-	-	4,283.77	4,149.89
4 <b>Non-current liabilities</b>				
(a) Other long-term liabilities	-	-	-	5,954.20
(b) Long-term provisions	2.38	0.81	2.38	0.81
<b>Sub-total - Non-current liabilities</b>	<b>2.38</b>	<b>0.81</b>	<b>2.38</b>	<b>5,955.01</b>
5 <b>Current liabilities</b>				
(a) Short-term borrowings	362.21	-	513.66	-
(b) Trade payables	-	845.13	-	845.13
(c) Other current liabilities	13.37	4.66	136.97	15.74
(d) Short-term provisions	3.54	1.24	3.54	1.24
<b>Sub-total - Current liabilities</b>	<b>379.12</b>	<b>851.03</b>	<b>654.17</b>	<b>862.11</b>
<b>TOTAL - EQUITY AND LIABILITIES</b>	<b>5,184.41</b>	<b>5,644.73</b>	<b>12,981.41</b>	<b>18,931.54</b>
<b>B ASSETS</b>				
1 <b>Non-current assets</b>				
(a) Fixed assets				
Tangible Assets	1.50	3.59	11.63	617.23
Intangible Assets	-	0.03	-	0.03
Capital Work in Progress	38.83	-	38.83	-
(b) Non-current investments	301.68	301.68	2.86	2.86
(d) Long-term loans and advances	622.21	1,407.24	7,338.32	10,237.03
<b>Sub-total - Non-current assets</b>	<b>964.22</b>	<b>1,712.54</b>	<b>7,391.64</b>	<b>10,857.15</b>
2 <b>Current assets</b>				
(a) Trade receivables	-	199.34	2.21	201.56
(b) Cash and Bank Balances	3,594.72	1,777.13	5,091.70	3,041.57
(c) Short-term loans and advances	167.11	1,955.72	-	4,831.26
(d) Other current assets	458.36	-	495.86	-
<b>Sub-total - Current assets</b>	<b>4,220.19</b>	<b>3,932.19</b>	<b>5,589.77</b>	<b>8,074.39</b>
<b>TOTAL - ASSETS</b>	<b>5,184.41</b>	<b>5,644.73</b>	<b>12,981.41</b>	<b>18,931.54</b>



*Ami*

Segment wise Revenue, Results and Capital Employed for the Year Ended 31st March, 2015

Sr. No.	Particulars	CONSOLIDATED	
		YEAR ENDED	YEAR ENDED
		31-Mar-15	31-Mar-14
<b>1</b>	<b>Segment Revenue</b>		
	a) Advisory Services	4.50	-
	b) Gas and Energy	3.00	-
	c) Agriculture	572.06	554.87
	<b>Total</b>	<b>579.56</b>	<b>554.87</b>
	Less: - Inter Segment Revenue	-	-
	<b>Net Sales / Income from Operations</b>	<b>579.56</b>	<b>554.87</b>
<b>2</b>	<b>Segment Results</b>		
	<b>Profit / (Loss) before Tax and interest from each segment</b>		
	a) Advisory Services	10.38	0.55
	b) Gas and Energy	7.36	(45.96)
	c) Agriculture	193.07	194.29
	<b>Total</b>	<b>210.81</b>	<b>148.88</b>
<b>3</b>	<b>Capital Employed (Segment Assets - Segment Liabilities)</b>		
	a) Advisory Services	4,336.78	3,471.28
	b) Gas and Energy	-	-
	c) Agriculture	1,403.36	1,859.69
	d) Unallocated	6,584.72	6,783.45
	<b>Total</b>	<b>12,324.86</b>	<b>12,114.42</b>

NOTES

1) The above audited results have been reviewed by the Audit Committee and approved by the Board of Directors in their meetings held on 30th May, 2015.

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

3) The figures of last quarter ended 31st March, 2015 represent the balancing figures between the audited figures in respect of the full financial year and published year to date figures upto third quarter of the respective financial year.

4) The Company had received show cause notice dated 25th October 2013 under Rule 4 of SEBI (Procedures for holding inquiry and imposing penalties by Adjudicating Officer) Rules, 1995 and Rule 4 of Securities Contracts (Regulation) (Procedure for holding inquiry and imposing penalties by Adjudicating Officer) Rules, 2005 in the matter of IPO. The Company has received Adjudication order dated 28th November, 2014 imposing a penalty of Rs. 45 lacs on the Company, Rs.155 lacs on Managing Director Mr.Pandoo Naig and Rs.150 lacs on Whole time Director Mr.TKP Naig for violation u/s 15-I of SEBI Act, 1992 read with rules 5 of SEBI (Procedure for holding inquiry and imposing penalties by Adjudicating Officer) Rules, 1995 and u/s. 23-I of Securities Contract (Regulation) Act, 1956 read with rule 5 of Securities Contracts (Regulation) (Procedure for holding inquiry and imposing penalties by Adjudicating Officer) Rules, 2005. The Company has paid the penalty amount of Rs. 45 lacs to SEBI as per the direction and debited the penalty of Rs. 45 Lacs as expenses during the quarter ended 31st March, 2015 which has been disclosed under the head "Exceptional Items" in the Financial Results.

5) Consequent to the applicability of the Companies Act, 2013 with effect from 1st April, 2014 depreciation has been calculated based on the useful life of the assets as specified under Schedule II of the Act. On account of the above the depreciation for the quarter and year ended 31st March, 2015 debited to the Statement of Profit & Loss is higher by Rs. 19,748 and Rs. 142,293 respectively. Further, in terms of schedule II to the Companies Act, 2013 an amount of Rs 36,629 towards the carrying value of the assets where the remaining useful life of asset is NIL has been debited to the opening retained earnings as on 1st April, 2014.

As regards the Company's step down Subsidiaries (a) Goodyield Farming Limited and (b) Goodyield Fertilizers and Pesticides Private Limited the depreciation for the year ended 31st March, 2015 debited to the Statement of Profit and Loss is higher by Rs. 42,249 and Rs. 17,401 respectively.

6) During the quarter Company was asked to pay service tax of Rs. 86.25 Lacs pending the issue of show cause notice by the Department. The same has been paid under protest and accounted as advance Service Tax.

7) Other expenses include Rs. 199.34 lacs as bad debts written off as the amount is no more recoverable from Trim Plastics Pvt. Ltd.

8) The Company has received intimation during the quarter from its step down Subsidiaries (a) Goodyield Farming Limited and (b) Goodyield Fertilizers & Pesticides Private Limited that the agreements entered into with Pandoo Naig and T.K.P Naig, respectively, for Cultivation of their agricultural lands have been terminated as on 31st March, 2015.

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

The Company had issued notice of postal ballot to pass a special resolution for altering the objects for which amount was raised through IPO. The special resolution has been passed with requisite majority and the resolution was announced on 23rd January, 2014. As per the resolution the objects of IPO / issue towards Purchase of Corporate office Rs. 700 lacs, Development of Portfolio Management Services Rs. 1,157.80 lacs and Brand Building Rs. 770 lacs, aggregating to Rs. 2,627.80 lacs, stand deleted and substituted by the following objects: -

i) Acquisition of Corporate Office / land / buildings / immovable property(ies) office premises or any combination thereof and at such cost and expenses as the Board may decide provided however that from out of the unutilized IPO proceeds, a sum not exceeding Rs. 2,627.80 lacs shall be utilized for these purposes and

The proposed and actual utilisation of funds raised from IPO including share premium as per the special resolution for altering the objects is as under:

Sr. No.	Particulars	(Rs. in lacs)	
		Proposed Utilisation	Actual Utilisation
1	Purchase of Corporate office	2,627.80	NIL
2	General Corporate Purposes	897.60	NIL
3	Issue Expenses	159.60	160.00
4	Balance lying in bank	-	3,525.00
	<b>Total</b>	<b>3,685.00</b>	<b>3,685.00</b>

For and on behalf of the Board of Directors of Onelife Capital Advisors Limited

T.K.P Naig  
Chairman

Place: Mumbai  
Date: 30th May, 2015



6-B&C, Pil Court, 6th Floor,  
111, M. Karve Road, Churchgate,  
Mumbai - 400 020.  
Tel.: (+91-22) 4311 5000  
Fax : 4311 5050

12-B, Baldota Bhavan, 5th Floor,  
117, M. Karve Road, Churchgate,  
Mumbai - 400 020.  
Tel.: (+91-22) 4311 6000  
Fax : 4311 6060

### Auditor's Report On Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Clause 41 of the Listing Agreement

To Board of Directors of  
**Onelife Capital Advisors Limited,**

- 1 We have audited the accompanying quarterly financial results of Onelife Capital Advisors Limited ( "the Company") for the quarter ended March 31, 2015 and the year to date results for the period April 01, 2014 to March 31, 2015, attached herewith, being submitted by the Company pursuant to the requirement of clause 41 of the Listing Agreement, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us.
- 2 Attention is drawn to Note No. 3 to the financial results regarding the fact that the figures of last quarter represent the difference between the audited figures in respect of the full financial year and published year to date figures upto the end of the third quarter of the financial year. Also the figures of preceding three quarters have only been subjected to limited review and have not been subjected to audit.
- 3 These quarterly financial results as well as the year to date financial results have been prepared on the basis of the related annual standalone financial statements, which are the responsibility of the Company's management and have been approved by the Board of Directors. Our responsibility is to express an opinion on these financial results based on our audit of related annual standalone financial statements, which have been prepared in accordance with the Accounting Standards, specified under section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India.



-2-

- 4 We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management as well as evaluating the overall presentation. We believe that our audit provides a reasonable basis for our opinion.
- 5 In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:
- (i) are presented in accordance with the requirements of clause 41 of the Listing Agreements with the stock exchanges, and
  - (ii) give a true and fair view of the net loss and other financial information for the quarter ended March 31, 2015 as well as of the net profit and other financial information for the year to date results for the period from April 01, 2014 to March 31, 2015.
- 6 Further, we also report that we have, on the basis of the books of account and other records and information and explanations given to us by the management, also verified the number of shares as well as percentage of shareholdings in respect of aggregate amount of public shareholdings, as furnished by the Company in terms of clause 35 of the Listing Agreement and found the same to be correct.
- 7 We draw attention to the following:
- a As mentioned in note no. 4 of the accompanying statement of audited financial results, the Company has received Adjudication order dated November 28, 2014, imposing a penalty of Rs. 45 lacs on the Company, Rs.155 lacs on Managing Director Mr. Pandoo Naig and Rs.150 lacs on Whole time Director Mr. TKP Naig, passed under Rule 5 of SEBI (Procedure for Holding Inquiry and Imposing Penalties by Adjudicating Officer) Rules, 1995 and Securities Contracts (Regulation) (Procedure for Holding Inquiry and Imposing Penalties by Adjudicating Officer) Rules, 2005. The Company has paid the said penalty amount of Rs. 45 lacs to SEBI.



-3-

b As mentioned in note no. 9(a) of the accompanying statement of audited financial results, the special resolution has been passed by way of postal ballot with requisite majority for altering the objects for which amount was raised through IPO. As per the resolution, three out of five objects of IPO namely, Purchase of Corporate office Rs. 700 lacs, Development of Portfolio Management Services Rs. 1,157.80 lacs and Brand Building Rs. 770 lacs, aggregating to Rs. 2,627.80 lacs, have been deleted and substituted by the following objects:-

- i) Acquisition of Corporate Office / land / buildings / immovable property(ies) office premises or any combination thereof and at such cost and expenses as the Board may decide provided however that from out of the unutilized IPO proceeds, a sum not exceeding Rs 2,627.80 lacs shall be utilized for these purposes and
- ii) General Corporate purposes of Rs. 897.60 lacs.

Our opinion is not qualified in respect of these matters.

For **KHANDELWAL JAIN & CO.**

**Chartered Accountants**

**Firm Registration No. 105049W**



**S. S. SHAH**

**PARTNER**

**Membership No. 33632**



Place : Mumbai

Date : May 30, 2015