

Statement of Standalone unaudited results for the quarter and six months ended 30th September, 2014

(Figures in Rs. lakhs unless stated otherwise)

Particulars	Quarter ended	Quarter ended	Quarter ended	Half year ended	Half year ended	Year ended
	30-09-2014 (Unaudited)	30-06-2014 (Unaudited)	30-09-2013 (Unaudited)	30-09-2014 (Unaudited)	30-09-2013 (Unaudited)	31-03-2014 (Audited)
1 Income from operations						
(a) Net income from operations						
(b) Other operating income						
Total income from operations (net)						
2 Operating Expenses						
Employee benefits expense	7.60	6.91	7.54	14.51	21.85	31.15
Depreciation and amortisation expense	0.94	0.88	0.33	1.87	0.65	1.31
Other expenses	20.59	8.46	19.37	29.05	29.57	63.03
Total expenses	29.13	16.25	27.19	45.38	51.88	95.49
3 Profit / (Loss) from operations before other income, finance costs and exceptional items (1 - 2)	(29.13)	(16.25)	(27.19)	(45.38)	(51.88)	(95.49)
4 Other income	98.18	67.36	75.44	160.54	50.85	96.65
5 Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	69.05	46.11	(1.75)	115.16	(1.03)	0.56
6 Finance costs						
7 Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6)	69.05	46.11	(1.75)	115.16	(1.03)	0.56
8 Exceptional items						
9 Profit / (Loss) from ordinary activities before tax (7 + 8)	69.05	46.11	(1.75)	115.16	(1.03)	0.56
10 Tax expense	12.78	8.53		21.31	0.13	0.06
11 Net Profit / (Loss) from ordinary activities after tax (9 - 10)	56.27	37.58	(1.75)	93.85	(1.16)	0.50
12 Extraordinary items (net of tax expenses)						
13 Net Profit / (Loss) for the period (11 + 12)	56.27	37.58	(1.75)	93.85	(1.16)	0.50
14 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
15 Reserve, excluding Revaluation Reserves as per balance sheet of previous accounting year						3,416.80
16 Earnings per share (before and after extraordinary items) (Face Value - Rs.10 per share) (Not annualised) in Rs.:						
Basic and Diluted	0.42	0.28	(0.01)	0.70	(0.01)	0.004

Notes

- The above audited results have been reviewed by the Audit Committee and approved by the Board of Directors in their meetings held on 14th November, 2014.
- Previous period's figures have been regrouped or reclassified wherever necessary to make them comparable with the figures of the current period.
- The Company operates in a single business segment viz. Advisory Services, accordingly there is no reportable business or geographical segments as prescribed Under Accounting Standard 17 "Segment Reporting".
- The Company is engaged in the business of providing Advisory Services. 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 NSI.

The SFBI had carried out investigation in the issue process of the company and the utilization of the issue proceeds. The SFBI had passed an Ex Parte Ad Interim order dated 28th December 2011 against the Company and the Company has received final order from SFBI dated 30th August 2013 whereby the following directions have been given:-

(a) Onelife Capital Advisors Ltd (OCAI) and its Managing Director Mr. Pandey P. Naig shall jointly and severally bring Rs. 3,525 lacs i.e. the diverted IPO proceeds into the company from Finance Financial and Consultancy Services Pvt. Ltd. (Finance), Precise Consulting and Engineering Pvt. Ltd. (Precise) and KPT Infotech Pvt. Ltd. (KPT) within six months from the date of the said order.

(b) The Board of Directors of OCAI shall ensure compliance of above direction and submit a monthly progress report in above regard to SFBI. Further the Board of Directors shall also furnish to SFBI a Compliance Report duly certified by a SFBI registered Merchant Banker within two weeks of compliance of the above direction.

(c) Onelife Capital Advisors Ltd and its managing director Mr. Pandey P. Naig shall remain restrained and prohibited from accessing the securities market and also prohibited from buying, selling and otherwise dealing in securities market directly or indirectly in whatsoever manner for a period of 3 years from the date of the interim order i.e. from 28th December 2011.

- The Company had filed application with the Whole Time Member (WTM) of SFBI vide letter dated 21st February 2014 for diversion of time by another six months from 28th February 2014 for bringing back of IPO proceeds as per direction of order dated 30th August 2013.

The Company has received back Rs. 770 lacs from KPT paid towards Brand Building, Rs. 1,200 lacs from Precise paid towards Development of Portfolio Management Services and General Corporate Purpose upto June 2014. The Company has also received back Rs. 1,555 lacs upto July 2014 from Finance paid towards Development of Portfolio Management Services, Purchase of Corporate Office and General Corporate Purpose. The total amount aggregating to Rs. 3,525 lacs has been kept in fixed deposits with Bank.



6. The Company has received show cause notice dated 25th October 2013 under Rule 4 of SEBI (Procedure 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. In response to show cause notice, the Company has filed consent applications on 13th December, 2013 without prejudice to its rights to defend the same. The Company has not received any further communication in this regard from SEBI till date. The outcome of the proceedings and the consent application filed by the Company cannot be determined or anticipated at present.

7. 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 of Purchase of Corporate office Rs. 700 lacs, Development of Portfolio Management Services Rs. 115 / 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

ii) General Corporate purposes of Rs. 897.80 lacs

8. Consequent to the applicability of the Companies Act, 2013 with effect from 01st April, 2014, depreciation has been calculated based on the useful life of the assets as specified under Schedule II of the said Act.

On account of the above, the depreciation for the quarter and six months ended 30th September, 2014 debited to the Statement of Profit and Loss is higher by Rs. 54,402 and Rs. 111,349 respectively. Further, in terms of Schedule II to the Companies Act, 2013, an amount of Rs. 36,829 towards the carrying value of the assets where the remaining useful life of the asset is Nil, has been debited to the opening retained earnings as at 01st April, 2014.

9. The Board of Directors of the Company has approved Related Party Transactions for Payment of Rs. 400 lacs as Security deposit to 1 year Infrastructure Pvt. Ltd. for taking the Premises on Leave and license basis.

10. Statement of Assets and Liabilities		As at	As at
Particulars		30/09/2014	31/03/2014
A. EQUITY AND LIABILITIES			
1. Shareholders' funds			
(a) Share capital		1,336.00	1,336.00
(b) Reserves and surplus		3,550.38	3,456.99
2. Non-current liabilities			
Long-term provisions		0.81	0.81
3. Current liabilities			
(a) Short-term borrowings		2.48	
(b) Trade Payables		694.71	845.13
(c) Other Current Liabilities		9.33	4.68
(d) Short-term Provisions		1.24	1.24
TOTAL - EQUITY AND LIABILITIES		6,594.95	5,644.73
B. ASSETS			
1. Non-current assets			
(a) Fixed assets			
Tangible assets		2.51	3.59
Intangible assets			0.03
(b) Non-current investments		301.68	301.68
(c) Long term loans and advances		1,414.26	1,407.24
2. Current assets			
(a) Trade Receivables		199.34	199.34
(b) Cash and cash equivalents		3,557.20	1,777.13
(c) Short term loans and advances		39.12	1,355.77
(d) Other current assets		80.84	
TOTAL - ASSETS		5,594.95	5,644.73

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

a. The proposed utilisation of funds raised from IPO including share premium as per the prospectus were as under:

Sr. No.	Particulars	Proposed Utilisation
1.	Purchase of Corporate office	700.00
2.	Development of Portfolio Management Services	1,157.80
3.	Brand Building	770.00
4.	General Corporate Purposes	897.60
5.	Issue Expenses	155.60
	Total	3,685.00

b. The Company had given advances to the Fincare, Precise and KPT for purposes mentioned at Sr. No. 1 to 4 above. However, SEBI (I) vide order dated 30th August, 2013, has held that the Company has diverted the IPO proceeds aggregating to Rs. 3,525 lacs for purposes other than the aforesaid objects of the IPO and has directed the Company and the Managing Director to bring back the advances paid to the said parties within six months.

c. The Company has received back the said amount of Rs. 3,525 lacs as mentioned in Note No. 5 above.

d. As per special resolution passed by the company on 23rd January 2014, the object of the IPO issue has been changed to the following:

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. 897.80 lacs
Also refer note no. 7 in this regard.

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

[Signature]

1. K. P. Naig
Chairman

Place: Mumbai
Date: November 14, 2014



PART II

Selected Information for the quarter and six months ended 30th September, 2014

Particulars	Quarter ended 30-09-2014	Quarter ended 30-06-2014	Quarter ended 30-09-2013	Half year ended 30-09-2014	Half year ended 30-09-2013	Year ended 31-03-2014
A PARTICULARS OF SHAREHOLDING						
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	-	-	-	-	-	-
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-	-	-
- Percentage of shares (as a % of the total share capital of the company)	-	-	-	-	-	-
b) Non - encumbered						
- Number of shares	9,960,000	9,960,000	9,960,000	9,960,000	9,960,000	9,960,000
- Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group)	100.00	100.00	100.00	100.00	100.00	100.00
- Percentage of shares (as a % of the total share capital of the company)	74.55	74.55	74.55	74.55	74.55	74.55

Particulars	Quarter ended 30-09-2014
B INVESTOR COMPLAINTS	
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

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


T.K.P. Naig
Chairman

Place: Mumbai
Date: November 14, 2014

