



MIND MULTIPLIES MONEY

M3 GLOBAL FINANCE LIMITED

ANNUAL REPORT 2012-13

25th Report

BOARD OF DIRECTORS

Manish Arvindlal Shah : Chairman
Mitul Niranjana Shah : Non- Executive Director (Up to: 12/08/2013)
Sejal Manish Shah : Non- Executive Director (Appointed on: 12/08/2013)
Haresh Champaklal Harde : Independent Director
Ravindra Kumar Agarwal : Independent Director

Registered Office:
152, Narayan Dhuru Street, 2nd Floor,
Room No. 24, Mumbai -400 003.

Annual General Meeting Date: 30/09/2013 Time: 10 a.m.

Venue : 152, Narayan Dhuru Street, 2nd Floor,
Room No. 24, Mumbai -400 003

Website www.M3globalfinance.com

Auditors Jain Khetan Agarwal & Associates
A Wing, 410, 4th Floor, Express Zone, Western
Express Highway, Diagonally Opp. Oberoi Mall,
Goregaon(E), Mumbai – 63.
Ph. 022 28783189 Fax- 022 2878 3181
Email-jainkhetan@gmail.com

Registrar & Transfer Agent M/s. MCS Ltd.
101, Shatdal Complex, 1st Floor,
Opp. Bata Showroom, Ashram Road,
Ahmedabad-380 009, Phone :079-26584027
Email : mcsahmd@gmail.com, Website :www.mcsdel.com

BANKERS Union Bank of India

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GREEN INITIATIVE IN CORPORATE GOVERNANCE

The Ministry of Corporate Affairs (MCA) has taken a "Green initiative in Corporate Governance" by allowing paperless compliances by the Companies and has issued circulars stating that service of notice/documents including annual report can be sent by e-mail to its members. To support this green initiative of the Government, members who have not registered their e-mail addresses, so far, are requested to intimate their e-mail ID to the Company or send it through email at m3globalfinance@gmail.com mentioning their name(s) and folio number or send the details at Company's Registered Office.

NOTICE

NOTICE is hereby given that the 25th Annual General Meeting of the Members of M3 GLOBAL FINANCE LIMITED will be held on Monday, 30th September, 2013 at 10.00 A.M., at Registered office of the company at 152, Narayan Dhuru Street, 2nd Floor, Room No. 24, Mumbai -400 003 to transact the following businesses:

ORDINARY BUSINESS



1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2013 and the Profit and Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Shri Manish Shah who retires by rotation and being eligible offers himself for re-appointment.
3. To Appoint M/s.Jain khetan Agarwal & Associates., Chartered Accountants, the retiring Auditors of the Company, who shall hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS

4. To appoint Mrs. Sejal Manish Shah as a Director and if thought fit to pass with or without modification (s), the following resolution as the ORDINARY RESOLUTION :-

“RESOLVED THAT Mr. Sejal Manish Shah, who was appointed as an Additional Director, pursuant to the provisions of Section 260 of the Companies Act, 1956, and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from one of its Member proposing his candidature for the office of Director under the provisions of Section 257 of the Companies Act, 1956, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

Regd. Office :

152, Narayan Dhuru Street
2nd Floor, Room No.24,
Mumbai
12th August, 2013

By Order of the Board

Manish Shah
(Director)

NOTES:

1. Member entitled to attend and vote at the meeting A is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a Member of the Company. Proxy form duly completed must be deposited at the registered office of the Company, not less than forty-eight hours before the commencement of the Annual General Meeting. Blank proxy form is enclosed. Proxy so appointed shall not have any right to speak at the meeting.
2. As required by clause 49 of Listing Agreement, a brief profile of Shri Manish Shah, Director(s) retiring by rotation and seeking re-appointment under item no. 2 aforesaid in accordance with applicable provisions of the Companies Act, 1956 as well as those Directors who have been appointed since last Annual General Meeting are annexed.

3. The Register of Members and Share Transfer Books of the Company will remain closed from September 26, 2013 to September 30, 2013 (both days inclusive).
4. Corporate Members are requested to send a duly certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend and vote on their behalf at the Annual General Meeting.
5. Members are requested to:-
 - (a) note that copies of Annual Report will not be distributed at the Annual General Meeting.
 - (b) deliver duly completed and signed Attendance Slip at the entrance of the meeting venue as entry to the Auditorium will be strictly on the basis of the Entry Slip available at the counters at the venue to be exchanged with the Attendance Slip.
 - (c) quote their Folio in all correspondence.
 - (d) note that no gifts/coupons will be distributed at the Annual General Meeting.
6. Members holding shares in multiple folios in physical mode are requested to apply for consolidation to the Company or its Registrar & Share Transfer Agent along with relevant Share Certificates.
7. Members are requested to send all correspondence concerning registration of transfers, transmissions, subdivision, consolidation of shares or any other shares related matter and/or change in address and bank account, to company's Registered Office
8. Member are requested to notify immediately any change in their addresses to the company
9. Members desirous of getting any information on any items of business of this Meeting are requested to address their queries to Compliance Officer of the Company at the registered office of the Company at least ten days prior to the date of the meeting, so that the information required can be made readily available at the meeting.
10. All documents referred to in the accompanying notice and Statutory Registers are open for inspection at the registered office of the Company on all working days (barring Saturday and Sunday) between 11.00 a.m. to 1.00 p.m. prior to the Annual General Meeting.
11. The entire Annual Report is also available on the Company's website www.M3Globalfinance.com.

DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT / Appointment IN THE ENUSING ANNUAL GENERAL MEETING

Name of Director	Manish Arvindlal Shah
Age	48
Nationality	Indian



Date of Appointment	07.05.2012
Expertise & Qualification	Commerce Graduate, Member of BSE having 23 years of experience in equity research and Portfolio investment in securities.
Shareholding in M3 Global	1904240
List of outside directorship	Enrek Ventures Pvt. Ltd. Maple leaf Pvt. Ltd. Miles N More Pvt. Ltd.

Name of Director	Sejal Manish Shah
Age	40
Nationality	Indian
Date of Appointment	12.08.2013
Expertise & Qualification	Law Graduate She is sole proprietor of M Shah & Associates a Law firm.
Shareholding in M3 Global	Nil
List of outside directorship	Maple leaf Pvt. Ltd. M3 Private Ltd. M3 Financial Services Pvt. Ltd. Mega Buck Capital Pvt. Ltd.

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

The following explanatory statement sets out all material facts relating to the special Business mentioned in the accompanying Notice :

ITEM No. 4.

Mrs. Sejal Manish Shah was appointed as an Additional Director of the Company in the Board Meeting held on 12th August, 2013. As per the provisions of Section 260 of the Act read with the Articles of Association of the Company, the director shall hold office only upto the date of the forthcoming Annual General Meeting of the Company, and are eligible for appointment as a Director.

The Company has received a Notice in writing from Members along with a deposit proposing the candidature of Mrs. Sejal Shah for the Office of Director of the Company, under the provisions of Section 257 of the Companies Act, 1956 (the Act).

Mrs Sejal Manish Shah is a Law graduate besides expert in finance and accounting. She is sole proprietor of M Shah & Associates a Law firm. She is handling many corporate and non-corporate clients. She is also pursuing professional course of accounting and advising companies on equity research and investment portfolio.

Your Directors feel that his joining the Board will be beneficial and in the interest of the company.

Mrs. Sejal Shah, director of Company, is concerned or interested in this resolution. None of the others directors are interested in the said resolution.

Regd. Office :

152, Narayan Dhuru Street
2nd Floor, Room No.24,
Mumbai
12th August, 2013

By Order of the Board

Manish Shah
(Director)

DIRECTORS' REPORT...



To The Members,

Your Directors present this 25th Annual Report of the Company together with the Audited Statement of Accounts for the year ended 31st March, 2013.

Financial Results

Particulars		(in Rupees)
	Current Year 2012-13	Previous Year 2011-12
Total Income	950000	199863
Profit before Finance Cost and Depreciation	300569	25627
Less : Finance Cost	0	0
Profit before Depreciation	300569	25627
Less : Depreciation	0	0
Profit/(Loss) before Tax	300569	25627
Provision for Tax		
Current Tax	92876	7919
Deferred Tax		
Tax For earlier Years		
Balance of Profit/(Loss) for the year	207693	17708
Balance Brought forward from the Previous year	4659	(3260)
Amount available for appropriation	212352	4659
Proposed Dividend	Nil	Nil
Tax on proposed Dividend	0	0
Balance Profit/(Loss) carried to Balance Sheet	212352	4659

OPERATIONS

During the year under review the financial sector remains subdued and therefore your company instead of taking risk for a small gain continued with existing operation without much changes. The annual GDP growth rates revised continuously from 9% to 8% and now 5.6% where the last quarter shows growth rate of just 4.8%. The loss of growth momentum continued throughout the year 2012-13. The other important factor, inflation measured by the Wholesale Price Index which remained sticky at above 7.5% through first half of 2012-13, fell to 5.9% in March, 2013.

During the year company has earned net profit of Rs.2,07,693/- as compared to Rs.7,919/- in previous year. Your directors are taking various initiatives for overall better performance and optimistic for the years to come. . The details of financial performance of the Company are appearing in the Balance Sheet and Profit & Loss Account for the year.

FUTURE OUTLOOK

Any major steps or initiatives on the part of operations of the company is based on factors like overall economic growth, interest rates and liquidity, stock market performance and volatility, growth of infrastructure and auto industries etc. The approach of the company till the date is cautious and traditional which is based on risk-management. However your Board is now focusing on various options as all courses of action are risky, so prudence is not in avoiding danger but calculating risk and acting decisively.

DIVIDEND

No dividend recommended by the Board of directors in view of limited profit.

DIRECTORATE

Shri Manish Arvindlal Shah, Director of the Company, retires by rotation at this Annual General Meeting and being eligible offer himself for re-election.

Mrs. Sejal Manish Shah was appointed as additional director of the company on 12th August, 2013. His tenure of office expire at this Annual General Meeting and he is eligible to re-appoint as director liable to retire by rotation. She is associated with the company as Promoter Group Director in replacement of Mr. Mitul Shah who ceased to be director of the company on his pre-occupation. Your directors place their appreciation for valuable support to this company from Mr. Mitul Shah.

DIRECTORS' RESPONSIBILITY STATEMENT:

Your directors' confirm:

- I. That in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departure.
- II. That the director's have selected such accounting policies & applied them consistently & made judgment & estimates that are reasonable & prudent so as to give a true & fair view of the state of affairs of the company at the end of the financial year & of the Profit of the company for the year.
- III. That the director's have taken proper & sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company & for preventing & detecting fraud & other irregularities.
- IV. That the director's have prepared the annual accounts on a going concern basis.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A detailed discussion on the Company's operations is presented in the chapter on Management Discussion and Analysis, which forms part of this Annual Report.

CORPORATE GOVERNANCE REPORT

The Company has implemented all the provisions of the Corporate Governance as stipulated by Clause 49 of the listing agreements with all the stock exchanges where the Company's securities are listed. It has always been a constant Endeavour of the Company to adopt good corporate governance code through independent Board, transparent disclosures and shareholders empowerment for creating and sustaining shareholder value. A separate section on Corporate Governance along with a certificate from the auditors of the Company certifying compliance of stipulations of Clause 49 of listing agreements with the stock exchanges with regards to the Corporate Governance code is present elsewhere.

DEPOSITS

The Company has not invited or accepted any fixed deposit from the public during the year under review.

AUDITORS

M/s M/s.Jain khetan Agarwal & Associates., Chartered Accountants., retire at the ensuing Annual General meeting. They offer for re-appointment. Company has received their eligibility certificate in pursuant to section 224 (1B) of the Companies Act, 1956. The explanation given in Auditor's report and notes on accounts are self explanatory and do not call for any comments.

NEW GUIDELINE FOR DIRECT LISTING AT BSE

The Bombay Stock Exchange has come out with liberalized guideline for direct listing at exchange for those Regional Stock Exchange Listed company having certain competency. Many times shareholders are approaching company with problem of ill-liquidity. With a view to avoid this major problem your company will take all necessary action to get company listed on a Bombay Stock Exchange. The necessary measures have taken by your company to comply all mandatory requirements for direct listing.

PARTICULARS OF EMPLOYEES

None of the Employee's of the company was in receipt of the remuneration exceeding the limits prescribed under section 217(2A) of the Companies Act, 1956 as amended, during the year under review.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUT GO

The particulars regarding foreign exchange earnings and expenditure is NIL.

Since your company does not own any manufacturing facility, the other particulars in the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 are not applicable.

ACKNOWLEDGMENT

The Board of Directors wishes to place on record its appreciation for the cooperation extended by Banks, Government Authorities, Customers, Shareholders and Employees of the Company and looks forward to a continued mutual support and co-operation.

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Regd. Office :

152, Narayan Dhuru Street
2nd Floor, Room No.24,
Mumbai
12th August, 2013

By Order of the Board

Manish Shah	Mitul Shah	Haresh Harde
(Director)	(Director)	(Director)

MANAGEMENT DISCUSSION & ANALYSIS REPORT



INDUSTRY STRUCTURE & DEVELOPMENTS

India registered its worst gross domestic product (GDP) growth in a decade with the economy registering a paltry growth rate of five percent during the 2012-13 financial year due to poor performance of farm, manufacturing and mining sectors. The growth rate during the last quarter of January-March period is just 4.8 percent compared to 5.1 percent in the same period in 2011-12. After achieving double digit growth for five straight years between 2005-06 and 2009-10, services sector growth declined to a twelve year low of 6.6% in 2012-13. Sectors that particularly slowed were Trade & Commerce, and Financing & Insurance related businesses.

The moderation in WPI inflation, deceleration in GDP growth momentum, and government's move towards fiscal consolidation enabled RBI to gradually ease monetary policy in 2012-13. After cutting the repo rate by 50 basis points in April 2012, the RBI administered further cuts of 25 basis points magnitude in January 2013 and March 2013 respectively, taking the repo rate down to 7.50% by end March 2013 from 8.50% in March 2012.

The consumer credit market in India has undergone tremendous transformation in last decade. The credit growth in personal loan sector for the financial year 2011-12 stands to below 15% which is lower as compare to previous years. NBFCs today account for over 11% of the assets of the total financial system. NBFCs have emerged as an important financial intermediary especially in the small scale, retail sector and sectors where Banks are constrained to meet requirements of sectors like realty developers/promoters

Deteriorating Assets quality on the other hand is major concern. RLFL with its long years of experience respond to these market development by adopting safe credit policies and procedures and prudent asset and liability management instead of attempting to force growth.

OUTLOOK ON OPPORTUNITIES

While financial year 2012-13 is set a decade lower GDP growth with major issues like liquidity tightness, pressure on exchange rate fiscal and current account deficit financial year 2013-14 is expected to be better. The series of steps taken by government improvement in performance of agriculture and manufacturing sectors is expected to push the economic growth rate to 6.4% in 2013-14 from 5% in the previous fiscal.

There has been huge demand for short term/long term financing in respect of consumer goods and infrastructure sectors as compared to other markets. Leasing may be a useful source of financing, since access to capital markets or bank loans is difficult for small and medium size companies with unproven track records.,

The Company is confident about its prospects in the forthcoming year, and is looking forward to garner a larger share in the credit requirements, and expects to earn increasingly stable returns for its stakeholders.

OUTLOOK ON THREATS, RISKS AND CONCERNS

Stake holder are aware that financial services business has its own typical risks. The Company through its risk management system has clearly identified the external and internal risk affecting its business operations. These risks can have a serious impact on the operations of the Company as well as its profitability.

Some of the common risks for finance sector - in the current environment are as under:

- 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 Eurozone. 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 therefore focusing on investing its funds in assets that are fully secured and that will have least impact of global uncertainty.

The Company has put in place a Risk Management Committee as per the Guidelines on Corporate Governance issued by the Reserve Bank of India to monitor Risk Management Systems so as to ensure that the risk parameters are within the defined limits.

SEGMENT WISE FINANCIAL PERFORMANCE

The Company presently operate only in one business segment. The investment in shares and stocks is limited with consideration of risk management system. The company's total income has increased from 1.99 lacs to 09.50 lacs and consequently Net Profit/(Loss) stood 2.07 lacs for the year ended 31st March, 2013.

The current approach of the company is highly cautious, there is no un-secured or secured loan and company is debt free. The Board is now felt that time has come that company should start thinking beyond and must take small risk to identify other business opportunities. The Company has opened one new branch at Vadodara, Gujarat.

The leasing business having tough competition from banks and other private sector players was well examined. The Leasing Industry grew despite several constraints. The tough competition, tailor-made product and professional management is necessity to sustain in current leasing market. Your company has started working very hard on the said business and may give positive results in the years to come.

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INTERNAL CONTROL SYSTEM

The Company has established its internal control system commensurate with the requirement of its size. The Company has proper and adequate system of internal controls to ensure that all its assets are safeguarded and protected against loss from unauthorized use or disposition of assets and that the transactions are recorded and reported. The Finance Department of the company is well staffed with experienced and qualified personnel who will play an important role in implementing and monitoring the internal control environment and compliance with statutory requirements.

The Internal Control Systems and the procedures have been repeatedly fine tuned and improved upon in line with business changes. The Company has also established Standard Operating Procedures for all its functional areas. The internal controls and audit systems are being reviewed periodically by the management and Audit Committee and steps are taken as part of continuous improvement.



HUMAN RESOURCE MANAGEMENT

Human resources are a valuable asset for any organization. The company is constantly endeavoring to source and develop skilled manpower at all levels. This is in keeping with its policy of enhancing the individual's growth potential within the framework of corporate goals. Total number of employees as on 31st March 2013 stood at 8.

The Company is managed by a professional team under the guidance of the Whole time Director. Frequent meetings are arranged to upgrade the knowledge of the employees and to strengthen their managerial capabilities. There are no material financial and commercial transactions in which the management have personal interest that may represent a potential conflict of interest.

CAUTIONARY STATEMENT

Certain statements described in the Management Discussion and Analysis are describing company's objectives, predictions and forward-looking. Therefore actual results may vary from the forward looking statement in the Management Discussion and Analysis. The unpredicted opportunities and risks depends on Indian economical and political conditions, volatility in interest rate, Global impact on Indian economy, Government policies and regulations.

CORPORATE GOVERNANCE

Your company is furnishing the report on Corporate Governance for Financial years in succession. The Board of Directors are happy to state that your Company has been conforming with all applicable mandatory requirements stipulated in the listing agreement from time to time. Your Company has always endeavored to implement and



maintain high standards of Corporate Governance norms and has been practicing the principles of good Corporate Governance.

A report in line with the requirements of the Listing Agreement and Guidelines on the Corporate Governance is given below as a part of the Director's Report.

1. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

The Company's Philosophy on Corporate Governance envisages working towards high levels of transparency, accountability and responsibility, fairness, consistent value systems, delegation, across all facts of its operations leading to sharply focused and operationally efficient growth.

The Company tries to work by these principles in all its interactions with stakeholders, including shareholders, employees, customers and statutory authorities. The Company is committed to learn and adopt the best practices of corporate governance.

2. BOARD OF DIRECTORS

(A) COMPOSITION

The composition of Board of Directors of the company is in conformity with the requirements of clause 49 of the Listing Agreement.. The Board consist of learned and experienced members. The composition : The Board Consist of four Members out of which two are independent Directors, Two Non-Executive Directors including Chairman.

(B) Directors' attendance at the Board Meetings during the year and also at the last Annual General Meeting, number of directorships in other companies and Membership/ Chairmanship in other committees etc. are as follows:

Name and Designation	Board Meeting Held during the tenure	Board Meeting Attended	No. of other Directorship 31.03.13	No. of other Membership In Committee As Member	No. of other Membership In Committee As Chairman	Attendance at the Last AGM held on 28.09.2012
Manish Shah Chairman (Promoter)	6	6	3	Nil	Nil	Present
Mitul Shah Director (Promoter)	6	5	7	Nil	Nil	Present
Haresh Champaklal Harde Independent Director	6	6	Nil	Nil	Nil	Present
Ravindra Kumar Agarwal Independent Director	6	6	Nil	Nil	Nil	Present

(C) Number of Board Meetings held with dates :

During the year ended March 31, 2013, Five Board Meetings were held:

- May 06, 2012;
- June 04, 2012
- August 13, 2012;
- October 31, 2012;
- January 31, 2013
- 28 March, 2013

The time gap between any two meetings did not exceed four months. The compliance report in respect of laws applicable to the Company has been periodically reviewed by the Board of Directors of the Company.

(D) Board Functions & Procedure

Detailed Agenda Notes with necessary information were circulated in advance to the Board. During the year, all the relevant information as mentioned in Clause 49 of the Listing Agreement was placed before the Board for its consideration. The Board plays a pivotal role in insuring good governance, therefore it is always the policy of the company that Board Members are free to give any suggestion to enhance the capability of the company and effective good governance. The major information regularly supplied to the Board includes:

- ✓ Annual plans, budgets and any updates therein.
- ✓ Capital budgets and any updates therein.
- ✓ Quarterly results for the Company
- ✓ Minutes of meetings of Audit Committee and other Committees of the board.
- ✓ Material show cause, demand, prosecution notices and penalty notices, if any.
- ✓ Fatal or serious accidents, dangerous occurrences, any.
- ✓ Any material default in financial obligations
- ✓ Any significant development in human resources.
- ✓ Sale of material nature, of investments, subsidiaries, assets which is not in the normal course of business.

CODE OF CONDUCT

In accordance with the amended clause 49 of the Listing Agreement, the company has adopted a code of conduct for its directors and senior executives. The details of the code of conduct is available at the company's website at : www.M3 Globalfinance.com

Declaration as required under clause 49 of listing agreement:

All Board members and senior management personnel affirm compliance with the code of conduct for the year 2012-13.

Manish Shah
Director

COMMITTEES OF THE BOARD

In accordance with the Listing Agreement of the stock exchanges on Corporate Governance, the following committees, comprising highly experienced and professional board members, were in operation:

1. Audit Committee
2. Share Transfer / Investor Grievances Committee
3. Remuneration Committee

3. AUDIT COMMITTEE

The role and terms of reference of Audit Committee is in line with the requirements of Section 292A of the Companies Act, 1956 as well as Clause 49 of the Listing Agreement

Preliminary responsibility of audit committee:

- Oversight of the Company's financial reporting process.
- Auditing and accounting matters, including recommending the appointment of our independent auditors to the shareholders.
- Compliance with legal and statutory requirements
- Integrity of Company's financial statements, discussing with the independent auditors the scope of the annual audits, and fees to be paid to the independent auditors.
- Performance of Company's Internal Audit function, Independent Auditors and accounting practices.
- Review of related party transactions, functioning of Whistle Blower Mechanism
- Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.
- Carrying out such other function as may be specifically referred to the Committee by the Board of Directors and / or other Committee(s) of Directors of the company.

The terms of reference of the Audit Committee includes the following:

- To seek information from any employee.
- To obtain legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if it is considered necessary.
- Oversight of the company's financial reporting process and disclosure of its financial information to ensure that the financial statement is correct, sufficient and creditable.

- Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
- Reviewing with management the annual financial statement before submission to the Board, focusing primarily on :- Any change in accounting policy and practices, Qualification in draft audit report.
- Significant adjustment arising out of audit.
- Compliance with accounting standard.
- Compliance with Stock Exchange and Legal requirement concerning financial statement.
- Any related party transaction i.e. transaction of the Company of material nature, with promoters or the management, their subsidiary or relatives etc.
- Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (2AA) of section 217 of the Companies Act, 1956
- Reviewing with management, external and internal auditor, the adequacy of internal control system and suggestion for implementation for the same.
- Reviewing the adequacy of internal audit function including the structure of internal audit department,
- staffing and seniority of the officials heading the departments, reporting structure coverage and frequency of internal audit.
- Discussion with internal auditor and significant finding and follow up thereon.

As on March 31, 2013, the Audit Committee comprised of the following members:

- | | |
|--------------------------------|-------------------|
| 1. Shri Haresh Harde | Member & Chairman |
| 2. Shri Ravindra Kumar Agarwal | Member |
| 3. Shri Manish Shah | Member |

During the financial year 2012-13 Four (4 meetings of the Audit Committee were held :-

(1) 4 th June 2012	(2) 26 th July 2012	(3) 31 st October 2012
(4) 31 st January 2013		

The details of the meetings attended by members during the year 2012-13 is as follows:

<u>Name of Member</u>	<u>Designation</u>	<u>No. of Meeting held during tenure</u>	<u>No. of meeting attended</u>
Haresh Harde	Chairman	4	4
Ravindra Kumar Agarwal	Member	4	4



Manish Shah	Member	4	4
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Senior functional executives are also invited as and when required to provide necessary inputs to the committee. The Minutes of the Audit committee Meetings were noted by the Board of Directors of the Company at the subsequent Board Meetings.

The Chairman of the Audit Committee was present at the Annual General Meeting held on September 28, 2012.

The Compliance Officer of the Company acts as the Secretary to the Committee.

4. SHARE HOLDERS' / INVESTORS' GRIEVANCE COMMITTEE

The Shareholders'/Investors' Grievance Committee, inter alia, oversees and reviews all matters connected with the investor services in connection with applications received and shares allotted in the Initial Public Offer, status of refund account, conversion of partly paid shares into fully paid shares, Issue of Split/ Consolidated shares and transfer of shares of the Company.

The Committee recommends measures for overall improvement in the quality of investor services. The Board has delegated the power of approving transfer of securities to the officers of the Company.

During the financial year 2012-13 Four (4) meetings were held:.

(1) 04th June 2012	(2) 26th July 2012	(3) 31 st October 2012
(4) 31 st January 2013		

As on March 31, 2013, the Shareholders'/ Investors' Grievance Committee comprised of the following members:

1. Shri Ravindra Kumar Agarwal Member & Chairman
2. Shri Rameshchandra Patel Member
3. Shri Mitul Shah Member

All the members were present at the shareholders' Grievance Committee meeting held during the year under review.

Complaints from Investors

No. of complaints pending at the beginning of the year :	Nil
No. of complaints received during the year ended 31.03.2013	Nil
No. of complaints received for Refund during the year	Nil
No. of complaints received from Stock Exchanges during the year	Nil

No. of complaints received from SEBI during the year Nil
 No. of complaints resolved / replied during the year Nil
 No. of Investors complaints pending at the ending of the year 31.03.2013 : Nil

We confirm that No complaints remained unattended / pending for more than 30 days.

There were no share transfers pending for registration for more than 15 days as on the said date.

5. REMUNERATION COMMITTEE

The Board of Directors did not constituted Remuneration Committee as there is no Executive Director on the Board.

6. GENERAL BODY MEETINGS

Annual General Meeting for the year 2012-13 is scheduled on Thursday, 30th September, 2013, 11.00 A.M. The meeting will be conducted at the Registered Office of the company at 2nd Floor, Gayatri Complex, Station Road, Visnager.

For those of you, who cannot make it to the meeting, please remember that you can appoint a proxy to represent you in a meeting. For this you need to fill in a proxy form enclosed with the notice for the meeting and send it to us. The last date for receipt of proxy forms by us is September 28, 2013 before 11.00 A.M.

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Annual General Meeting for Last Three Years:

22nd Annual General Meeting	30th September, 2010 At 10.00 a.m	403, Samruddhi, Op. Old High Court, Off Ashram Road, Ahmdead
23rd Annual General Meeting	30th September, 2011 At 10.00 a.m	403, Samruddhi, Op. Old High Court, Off Ashram Road, Ahmdead
24th Annual General Meeting	16th July, 2012 At 10.00 a.m	403, Samruddhi, Op. Old High Court, Off Ashram Road, Ahmdead

- No special resolution was proposed at the aforesaid annual general meetings.
- No Extra ordinary General Meeting of the Members was held during the year under review.
- No Postal Ballot was conducted during the year 2012-13.



Subsidiary Companies

Company does not have any subsidiary company.

7. DISCLOSURES

The Company has fully complied with all the mandatory requirements prescribed under Clause 49 of the Listing Agreement and has adopted all suggested items to be included in the Report on Corporate Governance.

Related Party Transaction

There are no materially significant transactions with related parties i.e., promoters, Directors or the Management, their subsidiaries or relatives conflicting with the Company's interest. There are no transaction took place with related party which are considered to be not in the normal course of Business.

Management Discussion and Analysis

The detailed report on Management Discussion & Analysis is given separately in the Annual Report.

Details of Penalties & Compliance

During the last three years, there were no strictures or penalties imposed on the company either by SEBI, Stock Exchanges or any other authorities related to capital market.

Whistle Blower Policy

The Company at present does not have a Whistle Blower Policy. However, all the employees of the Company have free access to meet senior level Management personnel and report on any points of concern. The Company is in the process of evaluating ways and means for implementation of the other non mandatory requirements as per Annexure I D of the Clause 49 of the Listing Agreement over a period of time.

Risk Management

The company has laid down the procedures to inform the Board about the risk assessment and minimization. The Board of Directors of the company periodically reviews these procedures to ensure that risks are managed through a properly defined framework.

Disclosure of Accounting treatment

In the preparation of financial statements, the Company has followed the Accounting Standards issued by the Institute of Chartered Accountants of India (ICAI) and Companies (Accounting Standards) Rules, 2006 to the extent applicable.

CEO/CFO Certificate

Certificate from CEO/CFO for the financial year ended March, 31 2013 has been provided in this Annual Report.

8. MEANS OF COMMUNICATION

In compliance with the requirements of Listing Agreement, the Company regularly intimates un-audited as well as audited financial results to the Stock Exchanges. Company also displayed quarterly results on the website of the Company and local news paper.

9. GENERAL SHAREHOLDERS INFORMATION

i. Annual General Meeting

- Date & Time : Thursday, 30th September, 2013 at 10.00 a.m.
- Venue : 152, Narayan Dhuru Street, 2nd Floor,
Room No. 24, Mumbai -400 003.**
- Financial Year : 1st April to 31st March

ii. Financial Calendar (Tentative)

- Result for the qtr ending June 30, 2013 : Within 45 days from the end of Quarter
- Result for the qtr ending Sept 30, 2013 : Within 45 days from the end of Quarter
- Result for the qtr ending Dec 31, 2013 : Within 45 days from the end of Quarter
- Result for the qtr ending Mar 31, 2014 : Within 60 days from the end of Quarter

iii. Book Closure date :

26th September, 2013 to 29th September, 2013 (both days inclusive)

iv. Dividend :

No dividend being recommended by the Board during the year.

v. Listing of Equity Shares in Stock Exchanges :

The Ahmedabad Stock Exchange Ltd.
Delhi Stock Exchange Limited,
Jaipur Stock Exchange Limited,
Madhya Pradesh Stock Exchange Limited

i. Market Price Data: High, Low during each month in last financial year.

There were no trading took place in both the stock exchanges during the year under review.

ii. Performance in comparison to broad-based

As there is no trading no comparison with exchange vis a vis stock is possible.

iii. Registrar and Transfer Agents

Name	M/s. MCS Ltd.
Address	101, Shatdal Complex, 1 st Floor, Opp. Bata Showroom, Ashram Road, Ahmedabad-380 009
Telephone No	079-26584027
E Mail Id	mcsahmd@gmail.com
Website	www.mcsdel.com

iv. Share Transfer System

All the valid transfers are registered and duly transferred and share certificates duly dispatch within 15 days from the date of receipt of transfer.

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v. Distribution of shareholding

	Folios		Shares	
	Numbers	% of Total No.	in Rs.	% to Total amount
UPTP 5000	498	98.22	80800	2.24
5001 TO 10000	1	00.19	7500	0.21
100001 AND ABOVE	9	01.77	3511700	97.55
TOTAL	508	100	3600000	100

Shareholding Pattern (as at March 31, 2013)		
Category	No. of Shares	Percentage
Promoters	2331400	64.76
Indian Public	1268600	35.24
Total	3600000	100.00

vi. Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity



There is no outstanding GDRs/ADRs/Warrants or any convertible instruments, which likely impact on equity.

vii. Plant Locations

Company is engaged in Finance sector and does not have any plant.

viii. Address for correspondence

**152, Narayan Dhuru Street, 2nd Floor,
Room No. 24, Mumbai -400 003**

Phone :

Exclusive E-mail Id for redressal of investors complaints in terms of Clause 47(f) of the Listing Agreement, please use the following email for redressal of Investors Complaints.

E-mail ID : M3globalfinance@gmail.com

Website: www.M3 Globalfinance.com

Regd. Office :

152, Narayan Dhuru Street

2nd Floor, Room No.24,

Mumbai

12th August, 2013

By Order of the Board

Manish Shah
(Director)

Mitul Shah
(Director)

Haresh Harde
(Director)

CERTIFICATE BY CHIEF EXECUTIVE OFFICER (CEO)

I Manish Shah, Director of M3 Global Fiance Ltd. to the best of our knowledge and belief hereby certify that :

(a) I have reviewed the financial statements and the cash flow statement for the year ended 31st March, 2013 and that to the best of our knowledge and belief;

- ✓ These statements do not contain any materially untrue statement or omit any material fact nor contain statements that might be misleading, and
- ✓ These statement present a true and fair view of the company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.

(b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year, which are fraudulent, illegal or violate the company's code of conduct;

(c) I accept responsibility for establishing and maintaining internal controls, we have evaluated the effectiveness of the internal control systems of the company and we have disclosed to the auditors and audit committee, deficiencies in the design or operation on internal controls, if any, of which we are aware and the steps that we have taken or propose to take to rectify the identified deficiencies and

(d) I have informed the auditors and the audit committee that :

- a. There has not been any significant changes in internal control over financial reporting during the year under reference;
- b. There has not been any significant changes in accounting policies during the year requiring disclosed in the notes to the financial statements; and
- c. There has not been any instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Place : Mumbai

Date : 12th August, 2013

Manish Shah

Director

CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE
GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT

To,
The Members,
M3 Global Finance Limited
Mumbai

We have examined the compliance of conditions of corporate governance by M3 Global Finance Limited for the year ended on 31st March, 2013, as stipulated in clause 49 of the listing agreement of the said company with the stock exchanges.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the company, for ensuring the compliance of the conditions of 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 explanation given to us, we certify that:

- ✓ the company has generally complied with the conditions of corporate governance as stipulated in the above- mentioned listing agreement.
- ✓ We state that no investor grievances are pending for a period exceeding one month against the company as per records maintained by the Share transfer /Investor Grievance Committee.

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

Place : Mumbai
Date : 12th August 2013

For S Bhattbhatt & Co.
Company Secretaries
CS Suhas Bhattbhatt
Proprietor
C O P No. 10427
Membership No: 11975

INDEPENDENT AUDITORS' REPORT

THE MEMBERS,

M3 GLOBAL FINANCE LIMITED

Report on the financial statements

We have audited the accompanying financial statements of M3 Global Finance Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2013, the Statement of Profit and Loss and Cash Flow for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for 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 Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control 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 conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. 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 control relevant to the Company's preparation and fair presentation of the financial statements 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 management, 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.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the 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, 2013;
- (b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

INDEPENDENT AUDITORS' REPORT

Report on Other Legal and Regulatory Requirements

1) As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order to the extent applicable to the Company.

2) As required by section 227(3) of the Act, we report that:

- a) we have 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 appears from our examination of those books [and proper returns adequate for the purposes of our audit have been received from branches not visited by us]²⁹;
- c) the Balance Sheet and Statement of Profit and Loss dealt with by this Report are in agreement with the books of account [and with the returns received from branches not visited by us]³⁰;
- d) in our opinion, the Balance Sheet and Statement of Profit and Loss comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;
- e) on the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For Jain Khetan Agarwal & Associates
Chartered Accountants

Sd/-
CA. N. K. Khetan
Partner
Membership No. : 044687
Place : Mumbai
Date : 12-08-2013

INDEPENDENT AUDITORS' REPORT

The Annexure referred to in the Auditor's Report to the Member of **M3 Global Finance Limited** on the accounts for the year ended **March 31, 2013**, we report that:

- (i) The Company was not holding any fixed asset during the year, hence this clause is not applicable.
- (ii) (a) The Inventory has been physically verified by management during the current year. In our opinion, the frequency of such verification is reasonable.
(b) The procedures for the physical verification of inventory followed by management are reasonable and adequate in relation to the size of the Company and the nature of its business.
(c) The company has maintained proper records of inventory. No material discrepancies were noticed on physical verification of inventory.
- (iii) (a) According to the information and explanations given to us, the Company has not Granted any loans, secured or unsecured to Companies, firms or other parties Covered in the register maintained under section 301 of the Companies Act 1956.
(b) According to the information and explanations given to us, The Company has not taken any loans, secured or unsecured from Companies, firms or other parties covered in the register maintained under section 301 of the Companies Act 1956 have been so entered.
- (iv) In our opinion, and according to the information and explanations given to us, there are adequate internal control systems commensurate with the size of the Company and the nature of its business with regards to the purchases of inventory, fixed assets and for the sale of goods & services and trading activity. In our opinion, and according to the information and explanations given to us, there is no major weakness has been noticed in internal control system.
- (v) (a) In our opinion, and according to the information and explanations given to us, the particulars of contracts or arrangements referred to in section 301 of the Act have been entered in the register required to be maintained under that section.
(b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 such transaction have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- (vi) According to the information and explanations given to us, the company has not accepted deposits from the public within meaning of section 58A and 58AA of the Act and the rules framed there under and accordingly company has passed the Board resolution.
- (vii) In our opinion, the company has internal audit system. However, there is scope of increasing the coverage, so as to be commensurate with its size and the nature of its business.
- (viii) Considering the nature of business activities of the Company, maintenance of cost records under Section 209 (i) (d) of the Companies Act, 1956 are not required.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Investor Education and Protection Fund, Income Tax, Sales Tax, VAT, Wealth Tax, service tax, Custom Duty, Excise Duty, Cess and any other dues during the year with the appropriate authorities. There are no undisputed dues payable for a period of more than six months from the date they became payable on 31-03-2013.
(b) According to the information and explanations given to us, the company has no disputed dues of Sales Tax, Income Tax, Custom duty, Wealth Tax, Service Tax, VAT, Excise duty, Cess as on the balance sheet date.

(x) The Company does not have any accumulated losses at the end of the financial year. The Company has not incurred Cash losses in the financial year and immediately proceeding such financial year.

(xi) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to a financial institution, bank or Debenture holders.

(xii) According to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

(xiii) The Company is not a chit fund / nidhi / mutual benefit fund / societies. Hence, the provisions of sub clauses (a), (b), (c) and (d) are not applicable.

(xiv) According to the information and explanations given, the company deals/trades in shares, bonds, debentures, securities, and other investments and proper records have been maintained of the transactions and contracts wherein timely entries have been made, and the shares, bonds, debentures securities and other investments are held by the company in its name. Further the company has been holding certificate of registration issued by the Reserve Bank of India relating to NBFC.

(xv) According to information and explanations given to us, the Company has not given any guarantee for loans taken by others from Banks or Financial Institutions.

(xvi) The Company has not obtained any term loan, accordingly, Para 4 (xvi) of the Order is not applicable.

(xvii) According to the information and explanation given to us and on an overall examination of the Balance Sheet of the Company, we report that no funds raised on short-term basis have been used for long term investment.

(xviii) During the year the company has not made any preferential allotment of shares to parties & companies covered in the Register maintained under Section 301 of the Companies Act, 1956.

(xix) The Company did not have outstanding debentures during the year. Accordingly, no security or charge has been created.

(xx) The Company has not raised any money by public issues during the year.

(xxi) According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

For Jain Khetan Agarwal & Associates
Chartered Accountants

Sd/-
CA. N. K. Khetan
Partner
Membership No. : 044687
Place : Mumbai
Date : 12-08-2013

NON BANKING FINANCIAL COMPANIES AUDITOR'S REPORT

**To,
The Board of Directors
M3 Global Finance Limited**

We report in pursuance of Non Banking Financial Companies Auditors Report (Reserve Bank) Directions, 2009 that:

- 1) The Company is engaged in the business of non-banking financial institution and it has obtained a Certificate of Registration (CoR) from Reserve Bank of India.
- 2) The Company is holding CoR issued by Reserve Bank of India and is entitled to continue to hold such CoR in terms of its asset/ income pattern as on March 31, 2013.
- 3) The clause for classification of the company as Asset Finance Company is not applicable to the Company.
- 4) The Board of Directors of the Company has passed a resolution for non-acceptance of public deposits.
- 5) The Company has not accepted any public deposits during the year 2012-13.
- 6) For the financial year ended on March 31, 2013, the Company has complied with the prudential norms relating to income recognition, accounting standards, assets classification and provisioning for bad and doubtful debts as applicable to it in terms of Non-Banking Financial (Non-deposit accepting or holding Companies Prudential Norms (Reserve Bank) Directions, 2007.
- 7) The clause for Systematically Important Non-Deposit Taking NBFCs, is not applicable to the Company.

For Jain Khetan Agarwal & Associates
Chartered Accountants

Sd/-
CA. N. K. Khetan
Partner
Membership No. : 044687
Place : Mumbai
Date : 12-08-2013

M3 GLOBAL FINANCE LIMITED

(Formerly known as Tibrewal Global Finance Limited)

BALANCE SHEET AS AT MARCH 31, 2013

		(In Rupees)	
Particulars	Note No.	As at 31-03-2013	As at 31-03-2012
EQUITY AND LIABILITIES			
Shareholders' Funds			
(a) Share Capital	1	36,000,000	36,000,000
(b) Reserves and surplus	2	212,352	4,659
		<u>36,212,352</u>	<u>36,004,659</u>
Non Current Liabilities			
Current Liabilities			
(a) Trade payables		16,854	10,000
TOTAL		<u>36,229,206</u>	<u>36,014,659</u>
ASSETS			
Non-Current Assets			
		-	-
Current Assets			
(a) Inventories	3	33,300,000	27,290,000
(b) Cash and cash equivalents	4	320,099	117,676
(c) Short-term loans and advances	5	2,609,107	8,606,983
		<u>36,229,206</u>	<u>36,014,659</u>
TOTAL		<u>36,229,206</u>	<u>36,014,659</u>

As per our report of even date attached

For Jain Khetan Agarwal & Associates

Chartered Accountants

Sd/-

CA. N. K. Khetan

Partner

Membership No.: 044687

Place: Mumbai

Date : 12-08-2013

For M3 Global Finance Limited

Sd/-

Manish A. Shah

Director

Haresh Harde

Director

Place: Mumbai

Date : 12-08-2013

Sd/-

Mitul N. Shah

Director

M3 GLOBAL FINANCE LIMITED
(Formerly known as Tibrewal Global Finance Limited)
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON MARCH 31, 2013

(In Rupees)

Particulars	Note No.	Year ended 31-03-2013	Year ended 31-03-2012
I. Operating Revenue	6	950,000	199,863
II. Other Income		-	-
III. Total Revenue (I + II)		950,000	199,863
IV. Expenses:			
Loss/-profit on sales of shares	7	11,500	-
Administrative and general expenses	8	637,931	174,236
Total expenses		649,431	174,236
V. Profit before extraordinary items and tax (III-IV)		300,569	25,627
VI. Extraordinary Items		-	-
VII. Profit before tax		300,569	25,627
VIII. Tax provision		92,876	7,919
IX. Profit for the period from continuing operations (IX-X)		207,693	17,708
X. Profit/(loss) from discontinued operations		-	-
XI. Tax expense of discontinued operations		-	-
XII. Net Profit for the period		207,693	17,708
XIII. Earning per Equity Share			
(a) Basic		0.06	0.005
(b) Diluted		0.06	0.005
Notes on the financial statements	9		

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As per our report of even date attached
For Jain Khetan Agarwal & Associates
Chartered Accountants

For M3 Global Finance Limited

Sd/-
CA. N. K. Khetan
Partner
Membership No.: 044687
Place: Mumbai
Date : **12-08-2013**

Sd/-
Manish A. Shah
Director
Haresh Harde
Director
Place: Mumbai
Date : **12-08-2013**

Sd/-
Mitul N. Shah
Director



M3 GLOBAL FINANCE LIMITED
(Formerly known as Tibrewal Global Finance Limited)

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2013

NOTE - 1

SHARE CAPITAL	As at 31-03-2013		As at 31-03-2012	
	No. of Shares	Value Rupees	No. of Shares	Value Rupees
<u>Equity Share Capital</u>	-	-	-	-
Authorised :				
40,00,000 Equity shares of Rs. 10/-each	4,000,000	40,000,000	4,000,000	40,000,000
Issued, Subscribed and Paid-up :				
36,00,000 Equity shares of Rs. 10/- each	3,600,000	36,000,000	3,600,000	36,000,000
Fully paid up				
Total		36,000,000		36,000,000

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Shareholders holding more than 5% shares	As at 31.03.2013	As at 31.03.2012
Name of the shareholder	No. of shares	No. of shares
Manish A. Shah	1,904,240	1,904,240
Mitul N. Shah	427,160	239,660

NOTE - 2

RESERVES AND SURPLUS	As at 31.03.2012	Additions	Deductions	As at 31.03.2013
Statutory Reserve	60,300	41,600	-	101,900
Provision for Standard Assets	63,600	-	-	63,600
Surplus in Profit and Loss Account	(119,241)	166,093		46,852
Total	4,659	207,693	-	212,352

NOTE - 3

INVENTORIES	As at 31.03.2013	As at 31.03.2012
Stock of shares in companies		
(Valued at cost of market price whichever is lower)	33,300,000	27,290,000
Total	33,300,000	27,290,000

NOTE - 4

CASH AND CASH EQUIVALENTS	As at 31.03.2013	As at 31.03.2012
Balances with Banks in current accounts	302,227	82,375
Cheque in hand	-	32,650
Cash in hand	17,872	2,651 ³⁶
Total	320,099	117,676

M3 GLOBAL FINANCE LIMITED

(Formerly known as Tibrewal Global Finance Limited)

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2013

NOTE - 5

SHORT TERM LOANS AND ADVANCES	As at 31.03.2013	As at 31.03.2012
Income Tax refundable	6,983	6,983
Tax refundable (Assessment year 2013-14)- Net of liability	2,124	-
Advances to parties	2,600,000	8,600,000
Total	2,609,107	8,606,983

NOTE - 6

	Year ended 31-03-2013	Year ended 31-03-2012
REVENUE FROM OPERATIONS		
Service Charges	950,000	-
Interest Income	-	167,213
Brokerage	-	32,650
Total	950,000	199,863

NOTE - 7

PROFIT / LOSS ON SALE OF SHARES	Year ended 31-03-2013	Year ended 31-03-2012
Opening stock on shares	27,290,000	19,090,000
Add: Purchases	25,100,000	8,200,000
	52,390,000	27,290,000
Closing Stock	33,300,000	27,290,000
	19,090,000	-
Sales of shares	19,078,500	-
Loss/-profit	11,500	-

NOTE - 8

ADMINISTRATIVE AND GENERAL EXPENSES	Year ended 31-03-2013	Year ended 31-03-2012
Salaries	59,000	20,000
Other administrative and general expenses	578,931	154,236
Total	637,931	174,236

M3 GLOBAL FINANCE LIMITED

(Formerly known as Tibrewal Global Finance Limited)

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2013

(In Rupees)

Particulars	Year ended 31-03-2013	Year ended 31-03-2012
(A) Cash Flow from operating activities		
Net Profit before tax	300569	25627
Adjustment for:		
Depreciation	0	0
Interest Income	0	0
Dividend Income	0	-
Operating Profit before Working Capital Changes	300569	25627
Decrease/-increase in inventories	-6010000	-8200000
Decrease/-increase in loans and advances	5997876	8237767
Increase/ -decrease in trade payables	6854	-8000
Cash generated from operations	295298	55394
Income Tax	-92876	-7919
Net Cash from operating activities	202423	47475
(B) Cash Flow from investing activities		
Interest received	0	0
Dividend received	0	0
Decrease/-Increase in fixed assets	0	0
	0	0
(C) Cash Flow from financial activities		
Interest paid	0	0
Increase/-decrease in borrowings from Banks	0	0
Net Cash flow from financial activities	0	0
Net increase/-decrease in cash and cash equivalents	202423	47475
Opening balance of cash and cash equivalents	117676	70201
Closing balance of cash and cash equivalents	320099	117676

As per our report of even date attached
For Jain Khetan Agarwal & Associates
Chartered Accountants

Sd/-
CA. N. K. Khetan
Partner
Membership No.: 044687
Place: Mumbai
Date : **12-08-2013**

For M3 Global Finance Limited

Sd/-	Sd/-
Manish A. Shah	Mitul N. Shah
Director	Director
Haresh Harde	
Director	
Place: Mumbai	
Date : 12-08-2013	

M3 Global Finance Limited
152, Narayan Dhuru Street, 2nd Floor,
Room No. 24, Mumbai -400 003

ATTENDANCE SLIP

25th Annual General Meeting on 30th September, 2013

Folio No. _____

I hereby record my presence at the 25th Annual General Meeting of the Company held on Monday the 30th September, 2013 at 10.00 A M at the Registered office of the company at 152, Narayan Dhuru Street, 2nd Floor, Room No. 24, Mumbai 400 003.

Member's / Proxy's Name

Signature

Note : Please fill in this attendance slip and hand it over at the Entrance of the Meeting Place.

FORM OF PROXY

Folio No: _____

I/We _____ resident of _____

being a member/members of the above named company hereby appoint _____
resident of _____

as my/our proxy to vote for me/us on my/our behalf at the 25th Annual General Meeting held on Monday, the 30th September, 2013 at 10.00 A M and at any adjournment thereof.
Signed this _____ day _____ 2013.

Signature

Stamp

A Proxy need not be a Member of the Company. This form in order to be effective should be duly stamped and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the meeting.

