

**Annexure – 1**

The Manager,  
Stock Exchange Ltd.  
Mumbai

Dear Sir,

**Re : Compliance under Listing Agreement for the half year ending on 31.03.2015**

With reference to the above, we submit herewith the information and documents as per the provisions of SEBI (Issue & Listing of Debt Securities) Regulations, 2008 and SEBI (Issue & Listing of Debt Securities) (Amendment) Regulations, 2012 and the Listing Agreement there under, as mentioned below:

1. Following issues of Non-Convertible Debentures have been listed with your Stock Exchange:

**Details of listed NCDs:**

| Series / Tranche | Date of Allotment | Date of Listing | No. of NCDs | Face value (Rs. in cr.) | Amt. of Issue (Rs. in cr.) | Latest Listing |
|------------------|-------------------|-----------------|-------------|-------------------------|----------------------------|----------------|
| 2751-3230        | 28/5/2014         | 03/06/2014      | 480         | 1000000                 | 480000000                  |                |

2. We confirm that the proceeds the above said issues by the Company were utilized for the purpose as mentioned in the Information Memorandum of the respective issues.
3. The latest Credit Rating in respect of the said issues is mentioned in the statement under Sr. No.1 above and we confirm that credit rating is not downgraded in respect of any of the above issues, since the respective dates of the said NCDs issues.
4. The Asset Coverage Ratio is 1.54 times.
5. The Debt Equity Ratio is 5.39:1
6. The due date of payment of principal and interest and the actual date of payment for the half-year ending on 31.03.2015 are as under:

**Details of redemption & payment of interest during last half year ending 30.09.2014:**

| Series / Tranche | Type (Principal / Interest) | Due date of payment | Amount (Rs.) | Actual date of payment |
|------------------|-----------------------------|---------------------|--------------|------------------------|
| 2751-3230        | Interest                    | 30.11.2014          | 3,56,90,959  | 28.11.2014             |

7. The assets of the Company which are secured for the NCDs issued, are sufficient to discharge the claims of the debenture-holders as and when they become due.
8. The Cash-Flow of the Company is adequate for payment of interest and redemption of principal of the NCDs issued.
9. The due date of principal and interest of the above said NCDs during next half-year i.e. 01.10.2014 to 31.03.2015 are as under:

**ESS KAY AUTO FINANCE PVT. LTD.**

**H.O.:** G-1 & 2, New Market, Khasa Kothi Circle, Jaipur-302006

Ph.: 0141-5161300-400 • Fax: 0141-5161305

E-mail : info@skfin.in • Website : www.skfin.in

CIN No. : U65923RJ1994PTC009051

**Details of redemption & interest due in the next half-year:**

| Series / Tranche | Type<br>(Principal / Interest) | Due date of payment        | Amount<br>(Rs.) |
|------------------|--------------------------------|----------------------------|-----------------|
| 2751-3230        | Interest                       | 30 <sup>th</sup> May, 2015 | 3,50,87,488     |

We do not expect default in payment of principal / interest due in next half year.

10. We confirm that we have complied with all the provisions of relevant Regulations in relation to the issue and listing of NCDs issued by us and outstanding on 31.03.2015.
11. This company is 'Non-Banking Financial Company' and the NCDs mentioned above are privately placed and hence no 'Debenture Redemption Reserve' is required to be created.
12. The half-yearly results for the half-year ending on 31.03.2015 are attached as per the format in Annexure-II of Listing Agreement.
13. No event as detailed in clause 19 of the Listing Agreement has taken place during half year ending on 31.03.2015, requiring this company to notify to Stock Exchange or Debenture Trustees.
14. The name, designation and contact details of "Compliance Officer" of this company are as under:
  - (A) Name of Compliance Officer : Atul Arora
  - (B) Designation : Compliance Officer
  - (C) Correspondence Address : G-1,G2, New Market, Khasa Kothi Circle, Jaipur
  - (D) Phone, Fax No. : 0141-5161340,9001878333
  - (E) Email ID : atul@skfin.in
15. We confirm that the information submitted as above is true and correct and the undersigned has authority to submit the same to you and that we are aware that above information is expected to be placed on the website of your Stock Exchange and that of Debenture Trustees.

Thanking you,

Yours sincerely,

Name: Atul Arora, Chief Financial Officer  
For Ess Kay Auto Finance (P) Ltd.

Authorized Signatory

  
Chief Financial Officer

Countersigned by:  
For GDA Trusteeship Ltd

Debenture Trustees

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28<sup>th</sup> May, 2015

To,

GDA Trusteeship Limited

Office NO.1,2 & 3

4<sup>th</sup> Floor, Rahimtoola House,

7<sup>th</sup> Homji Street ,Off P.M. Road, Fort

Mumbai-400001

Sub: Non performing loans and loan loss reserve for the quarter ending 31st March, 2015


Dear Sir,

Please find below the required information, enclosed is the detailed sheet:

| Non Performing loans (PAR 90+) as on 31.03.2015 |              |              |               | Provision   |
|---|--------------|--------------|---------------|-------------|
|   | Amount       | %            | Total AUM     | Amount      |
| On Balance sheet                                | 14.28        | 4.59%        | 311.42        | 2.51        |
| Assigned/ securitized                           | 0.48         | 0.63%        | 76.21         | 0.30        |
| <b>Total</b>                                    | <b>14.76</b> | <b>3.81%</b> | <b>387.63</b> | <b>2.81</b> |

For Ess Kay Auto Finance Private Limited

**For ESS KAY AUTO FINANCE PVT. LTD.**

  
**Authorized Signatory**

Authorized Signatory

**ESS KAY AUTO FINANCE PVT. LTD.**

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**ESS KAY AUTO FINANCE PRIVATE LIMITED**  
**Regd Office: G1-2, New Market, Khasa Kothi, Jaipur-302001(Rajasthan)**  
**CIN No:U65923RJ1994PTC009051**

**Statement of Audited Financial Results for the Year Ended 31st March, 2015**

Rs. In Lacs.

| Particulars  | Half Year Ended |                 | Year Ended      |                 |
|--|-----------------|-----------------|-----------------|-----------------|
|  | 3/31/2015       | 3/31/2014       | 3/31/2015       | 3/31/2014       |
|  | Unaudited       | Unaudited       | Audited         | Audited         |
| <b>1. Interest earned (a)+(b)+(c)+(d)</b>  | <b>4,333.00</b> | <b>3,348.05</b> | <b>8,216.40</b> | <b>6,074.69</b> |
| (a) Interest/disc. on advances/ bills  | 3,661.02        | 2,895.05        | 6,985.69        | 5,288.18        |
| (b) Income on investments  | -               | -               | -               | -               |
| (c) Interest on balances with Reserve Bank of India and other inter bank funds       | -               | -               | -               | -               |
| (d) Others   | 671.98          | 453.00          | 1,230.71        | 786.51          |
| <b>2. Other Income</b>   | <b>342.95</b>   | <b>261.79</b>   | <b>644.97</b>   | <b>552.92</b>   |
| <b>3. Total Income (1+2)</b>   | <b>4,675.95</b> | <b>3,609.84</b> | <b>8,861.37</b> | <b>6,627.61</b> |
| <b>4. Interest Expended</b>  | <b>2,240.33</b> | <b>1,691.24</b> | <b>4,072.91</b> | <b>2,983.65</b> |
| <b>5. Operating Expenses</b>   | <b>1,839.28</b> | <b>1,535.13</b> | <b>3,265.48</b> | <b>2,401.30</b> |
| (i) Employees cost   | 540.51          | 430.97          | 1,036.59        | 715.22          |
| (ii) Other operating expenses  | 1,298.77        | 1,104.16        | 2,228.89        | 1,686.09        |
| Legal & Professional Fees  | 173.54          | 253.93          | 364.94          | 351.40          |
| Other Operating Expenses   | 1,125.23        | 850.24          | 1,863.96        | 1,334.69        |
| <b>6. Total Expenditure ((4+5) excluding provisions and contingencies)</b>           | <b>4,079.61</b> | <b>3,226.37</b> | <b>7,338.39</b> | <b>5,384.96</b> |
| <b>7. Operating Profit before Provisions and Contingencies (3-6)</b>                 | <b>596.34</b>   | <b>383.48</b>   | <b>1,522.98</b> | <b>1,242.65</b> |
| <b>8. Provisions (other than tax) and Contingencies</b>                              | <b>(339.77)</b> | <b>(43.82)</b>  | <b>148.29</b>   | <b>15.76</b>    |
| <b>9. Exceptional Items</b>  | <b>-</b>        | <b>-</b>        | <b>-</b>        | <b>-</b>        |
| <b>10. Profit (+)/ Loss (-) from Ordinary Activities before tax (7-8-9)</b>          | <b>936.13</b>   | <b>427.30</b>   | <b>1,374.69</b> | <b>1,226.89</b> |
| <b>11. Tax expense</b>   | <b>318.05</b>   | <b>143.31</b>   | <b>470.18</b>   | <b>426.57</b>   |
| <b>12. Net Profit(+)/ Loss(-) from Ordinary Activities after tax (10-11)</b>         | <b>618.08</b>   | <b>283.99</b>   | <b>904.51</b>   | <b>800.32</b>   |
| <b>13. Extraordinary items (net of tax expense)</b>                                  | <b>-</b>        | <b>-</b>        | <b>-</b>        | <b>-</b>        |
| <b>14. Net Profit (+)/ Loss (-) for the period (12-13)</b>                           | <b>618.08</b>   | <b>283.99</b>   | <b>904.51</b>   | <b>800.32</b>   |
| <b>15. Paid-up equity share capital (Face Value of the Share shall be indicated)</b> | <b>202.42</b>   | <b>202.42</b>   | <b>202.42</b>   | <b>202.42</b>   |
| <b>16. Reserve and Surplus</b>   | <b>-</b>        | <b>-</b>        | <b>5,873.85</b> | <b>4,972.02</b> |
| <b>17. Analytical Ratios</b>   |                 |                 |                 |                 |
| (i) Capital Adequacy Ratio   |                 |                 |                 |                 |
| (ii) Earnings Per Share (EPS)  |                 |                 |                 |                 |
| Basic  | 305.35          | 200.56          | 446.85          | 401.12          |
| Diluted  | 228.32          | 149.50          | 334.12          | 299.00          |
| <b>18) NPA Ratios</b>  |                 |                 |                 |                 |
| a) Gross NPA   | 440.71          | 76.47           | 440.71          | 76.47           |
| Gross NPA Ratio  | 1.42%           | 0.32%           | 1.42%           | 0.32%           |
| b) Net NPA   | 282.73          | 38.24           | 282.73          | 38.24           |
| Net NPA Ratio  | 0.91%           | 0.16%           | 0.91%           | 0.16%           |
| c) Return on Assets  | 2.33%           | 3.00%           | 2.34%           | 3.00%           |

**Notes**

- The above financial results were reviewed and recommended by the Audit Committee of the Board and approved by the Board of Directors at their meeting held on 23<sup>rd</sup> May, 2015
- Figures for the 6 months ended March 31.3.2015 and March 31.03.2014 are the balancing figures between the audited figures in respect of full financial year and the publish year to date figures for the 6 month period ended Sep 30th 2014
- The useful life of fixed assets have been revised in accordance with the Schedule II to the Companies Act 2013 which is During the year ended 31st March, 2015, the company has issued 480 Secured, Non Convertible debentures having face value of Rs. 10 Lacs each, aggregating Rs. 4800 Lacs through private placement. The Debentures are listed on Bombay Stock Exchange. The End use of the debentures as per the Object Clause of the Information Memorandum are given below:
- During the year ended the Company has Changed its Provisioning policy of NPA Assets vide Board resolution dated 07 July 2014 Due to this the provision for NPA had been increased by Rs. 179 lacs for the 6 month ended on 31.03.2015 and decreased by Rs.103 lacs For the year ended on 31.03.2015.
- The previous period's figures have been regrouped/ rearranged/ reclassified wherever necessary.
- During the year the company has changed the accounting policy of recognizing the loan originating cost to amortizing the same over the tenor of loan pursuant to such change there has been increase in profits for 6 month period ended 31st March 2015 by Rs.153 lacs & for the year ended 31.03.2015 by Rs.256 lacs

Date: 23.05.2015  
Place: Jaipur

For Ess Kay Auto Finance Private Limited

Rajendra Kumar Setia  
Managing Director  
Din No: 00957374

For ESS KAY AUTO FINANCE PVT. LTD.

Managing Director