

## ONELIFE CAPITAL ADVISORS LIMITED

Statement of Standalone unaudited results for the quarter ended 30th June, 2014

(Rs. in Lacs)

	Particulars	Quarter ended			Year Ended
		6/30/2014	3/31/2014	6/30/2013	3/31/2014
		Unaudited	Audited	Unaudited	Audited
1	Income from operations				
	(a) Net income from operations (Net of service tax)	-	-	-	-
	(b) Other operating income	-	-	-	-
	Total income from operations (net)	-	-	-	-
2	Operating Expenses				
	Employee benefits expense	6.91	3.60	14.11	31.15
	Depreciation and amortisation expense	0.88	0.33	0.33	1.31
	Other expenses	8.46	26.13	10.25	63.03
	Total expenses	16.25	30.06	24.69	95.49
3	Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	(16.25)	(30.06)	(24.69)	(95.49)
4	Other income	62.36	19.80	25.41	96.05
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	46.11	(10.26)	0.72	0.56
6	Finance costs	-	-	-	-
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6)	46.11	(10.26)	0.72	0.56
8	Exceptional items	-	-	-	-
9	Profit / (Loss) from ordinary activities before tax (7 + 8)	46.11	(10.26)	0.72	0.56
10	Tax expense	8.53	(2.31)	0.13	0.06
11	Net Profit / (Loss) from ordinary activities after tax (9 - 10)	37.58	(7.95)	0.59	0.50
12	Extraordinary items (net of tax expenses)	-	-	-	-
13	Net Profit / (Loss) for the period (11 + 12)	37.58	(7.95)	0.59	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
15	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	3,456.90
16	Earnings per share ( before and after extraordinary items ) (in Rs.) (Not annualised):				
	Basic and Diluted	0.28	(0.06)	0.0044	0.0037



## 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 13th August, 2014.

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

3) 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".

4) 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 NSE.

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

(a) Onelife Capital Advisors Ltd. (OCAL) and its Managing Director Mr. Pandoo P. Naig shall, jointly and severally, bring Rs. 3,525 lacs i.e., the diverted IPO proceeds into the company from Fincare Financial and Consultancy Services Pvt. Ltd. (Fincare), 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 OCAL shall ensure compliance of above direction and submit a monthly progress report in above regard to SEBI. Further the Board of Directors shall also furnish to SEBI a Compliance Report duly certified by a SEBI registered Merchant Banker within two weeks of compliance of the above direction.

(c) Onelife Capital Advisors Ltd and its managing director Mr. Pandoo 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.

5) The Company had filed application with the Whole Time Member (WTM) of SEBI vide letter dated 21st February, 2014 for extension 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 by June 30, 2014. The Company has also received back Rs. 192 lacs by June 30, 2014 and Rs. 1,363 lacs in July 2014 from Fincare paid towards Development of Portfolio Management Services, Purchase of Corporate Office and General Corporate Purpose. The total amount aggregating to Rs. 3,525 lacs (Rs. 2,162 lacs upto June 30, 2014) has been kept in fixed deposit with Banks.

6) The Company has 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. 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 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. 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 un utilized 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.

8) Consequent to the applicability of the Companies Act, 2013 with effect from April 01, 2014, depreciation for the quarter ended June 30, 2014 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 ended June 30, 2014 debited to the Statement of Profit and Loss is higher by Rs. 56,947. Further, in terms of Schedule II to the Companies Act, 2013, an amount of Rs. 36,629 has been debited to the opening retained earnings as at April 01, 2014 towards the carrying value of the assets where the remaining useful life of the asset is NIL.

## 9) 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	(Rs. in lacs)
		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	159.60
	<b>Total</b>	<b>3,685.00</b>

b) The Company had given advances to the Fincare, Precise and KPT for purposes mentioned at Sr. No. 1 to 4 above. However, SEBI, 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 un utilized 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. Also, refer note no. 7 in this regard.



## Selected information for the Quarter Ended 30/06/2014

	Particulars	3 months ended 30/06/2014
<b>B</b>	<b>INVESTOR COMPLAINTS</b>	
	Pending at the beginning of the quarter	0
	Received during the quarter	1
	Disposed of during the quarter	1
	Remaining unresolved at the end of the quarter	0

T.K.P Naig  
Chairman

