

APM FINVEST LIMITED

CIN: U65990RJ2016PLC054921

Registered office: SP-147, RIICO Industrial Area Bhiwadi, Dist. Alwar, Rajasthan – 301019

Corporate Office: 910, Chiranjiv Tower, 43, Nehru Place, New Delhi-110019

Contact Person: Sanjay Rajgarhia; Tel: 011-26441015-17

Website: www.apmfinvest.com Email: apmfinvestltd@gmail.com

STATUTORY ADVERTISEMENT IN COMPLIANCE OF SEBI/Circular No. SEBI/CFO/SCRR/01/2009/03 DATED 3RD SEPTEMBER, 2009 PURSUANT TO PARA III (A) (5) OF THE ANNEXURE – TO THE SEBI CIRCULAR NO. CFO/DL3/CIR/2017/21 DATED 10TH MARCH, 2017 AND PURSUANT TO THE GRANT OF RELAXATION FROM SECURITIES STOCK EXCHANGE BOARD OF INDIA ("SEBI") WIDE LETTER NO. CFO/DLII/ADM/RK/2385/2019 DATED SEPTEMBER 12, 2019 FROM THE APPLICABILITY OF THE RULE 19 (2) (b) OF THE SECURITIES CONTACTS (REGULATIONS) RULES, 1957.

NAME AND ADDRESS OF THE REGISTERED OFFICE

APM Finvest Limited, the Resulting Company ("AFL" or "Resulting Company" or "The Company") is a Public Limited Company bearing CIN: U65990RJ2016PLC054921. It was incorporated on 13th May, 2016 under the provisions of the Companies Act, 2013 and presently having its registered office at SP-147, RIICO Industrial Area Bhiwadi, Dist. Alwar, Rajasthan – 301019.

DETAILS OF CHANGE OF NAME AND /OR OBJECT CLAUSE

There has been no change in the name and object clause of the Company since incorporation.

CAPITAL STRUCTURE – PRE AND POST SCHEME OF ARRANGEMENT FOR DEMERGER

1. Share Capital of the Company prior to Scheme of Arrangement

Particulars	Amount (₹)
Authorized Capital:	
100,00,000 Equity Shares of ₹2/- each	20,000,000.00
Issued, Subscribed and Paid up Capital:	
100,00,000 Equity Shares of ₹2/- each	20,000,000.00
Total	20,000,000.00

2. Share Capital of our Company Post Scheme of Arrangement

Particulars	Amount (₹)
Authorized Capital:	
2,25,00,000 Equity Shares of ₹ 2/- each	4,50,00,000.00
Issued, Subscribed and Paid up Capital:	
2,16,11,360 Equity Shares of ₹ 2/- each	4,32,22,720.00
Total	4,32,22,720.00

SHAREHOLDING PATTERN GIVING DETAILS OF PROMOTER GROUP SHAREHOLDING, GROUP COMPANIES

Shareholding pattern giving details of promoter group shareholding, Group Company shareholding in the Company.

Table I - Summary Statement holding of specified securities															
Category	(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	No. of Voting Rights held in each class of securities		Number of Shares Underlying Outstanding convertible securities (including Warrants)	Number of Shares Underlying Outstanding convertible securities (as a percentage of diluted convertible securities (as a percentage of diluted share capital) as a % of (A+B+C)	Number of Shares Locked in shares	Number of Shares pledged or otherwise encumbered	Number of equity shares held in dematerialized form
									(IX)	(X)					
	(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)=(IV)+(V)+(VI)	(VIII)	(IX)	(X)	(XI)=(VII)+(X)	(XII)	(XIII)	(XIV)	
A Promoter & Promoter Group		14	13730620	0	0	0	13730620	63.53		0	63.53	0	0	0	13730620
B Public	9107	7880740	0	0	0	7880740	36.47		0	36.47	0	0	0	3056	6695779
C Non Promoter-Non Public															
C1 Shares underlying DRs	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
C2 Shares held by Employee Trusts	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Total	9121	21611360	0	0	0	21611360	100		0	100	0	0	0	3056	20426399

Table II - Statement showing shareholding pattern of the Promoter and Promoter Group															
Category & Name of the Shareholders	(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	No. of Voting Rights held in each class of securities		Number of Shares Underlying Outstanding convertible securities (including Warrants)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) as a % of A+B+C	Number of Shares Locked in shares	Number of Shares pledged or otherwise encumbered	Number of equity shares held in dematerialized form
									(IX)	(X)					
	(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)=(VI)+(V)+(IV)	(VIII)	(IX)	(X)	(XI)=(VII)+(X)	(XII)	(XIII)	(XIV)	
A Individual/Hindu Undivided Family			9	9593120	0	0	9593120	44.39		0	44.39	0	0.00	0	9593120
RAJENDRA KUMAR RAJGARHIA	AAPR1065H		3850000	0	0	3850000	17.81		0	17.81	0	0.00	0	0.00	3850000
AJAY RAJGARHIA	AFPR7935M		2275000	0	0	2275000	10.53		0	10.53	0	0.00	0	0.00	2275000
PRABHA RAJGARHIA	ADGR8049F		1600000	0	0	1600000	7.4		0	7.40	0	0.00	0	0.00	1600000
SHRI GOPAL RAJGARHIA	ACQPR340AD		573850	0	0	573850	2.66		0	2.66	0	0.00	0	0.00	573850
ANISHA MITTAL	AFLPM0362H		398770	0	0	398770	1.85		0	1.85	0	0.00	0	0.00	398770
BHAVNA RAJGARHIA	ADOPR846AQ		315500	0	0	315500	1.46		0	1.46	0	0.00	0	0.00	315500
SANJAY RAJGARHIA	ADHPR8997F		300000	0	0	300000	1.39		0	1.39	0	0.00	0	0.00	300000
ADITI RAJGARHIA	AHKPR1691R		150000	0	0	150000	0.69		0	0.69	0	0.00	0	0.00	150000
POOJA RAJGARHIA	AADPR1198P		130000	0	0	130000	0.6		0	0.60	0	0.00	0	0.00	130000
B Central Government/State Government(s)			0	0	0	0	0			0	0.00	0	0.00	0	0
C Financial Institutions/Banks			0	0	0	0	0			0	0.00	0	0.00	0	0
D Any Other (Specify)		5	4137500	0	0	4137500	19.15		0	19.15	0	0.00	0	0.00	4137500
FARIDABAD PAPER MILLS PRIVATE LIMITED	AAACF3591N		2770000	0	0	2770000	12.82		0	12.82	0	0.00	0	0.00	2770000
RAJGARHIA LEASING AND FINANCE SERVICES PVT LTD	AABCR2971B		1130000	0	0	1130000	5.23		0	5.23	0	0.00	0	0.00	1130000
ESSVEE FISCAL LLP	AAAF61874J		97500	0	0	97500	0.45		0	0.45	0	0.00	0	0.00	97500
RAJENDRA KUMAR RAJGARHIA	AAFTA7808R		70000	0	0	70000	0.32		0	0.32	0	0.00	0	0.00	70000
RAJENDRA KUMAR RAJGARHIA	AADTK0955H		70000	0	0	70000	0.32		0	0.32	0	0.00	0	0.00	70000
Sub Total (A)+(B)		14	13730620	0	0	13730620	63.53		0	63.53	0	0.00	0	0.00	13730620
F Foreign Individual/ Non Resident Individual/ Foreign Individual			0	0	0	0	0			0	0.00	0	0.00	0	0
B Government			0	0	0	0	0			0	0.00	0	0.00	0	0
C Institutions			0	0	0	0	0			0	0.00	0	0.00	0	0
D Foreign Portfolio Investor			0	0	0	0	0			0	0.00	0	0.00	0	0
E Any Other (Specify)			0	0	0	0	0			0	0.00	0	0.00	0	0
Sub Total (A)+(E)			0	0	0	0	0			0	0.00	0	0.00	0	0
Total Shareholding of Promoter and Promoter Group (A)+(B)+(E)		14	13730620	0	0	13730620	63.53		0	63.53	0	0.00	0	0.00	13730620

NAMES OF TEN LARGEST SHAREHOLDERS – NUMBERS AND PERCENTAGE OF SHARES HELD BY EACH OF THEM, THEIR INTEREST, IF ANY

Sr. No.	Names of Shareholders	No. of Equity Shares	% of Holding	Interest, if any
1.	RAJENDRA KUMAR RAJGARHIA	3850000	17.81	Promoter
2.	FARIDABAD PAPER MILLS PRIVATE LIMITED	2770000	12.82	Promoter
3.	AJAY RAJGARHIA	2275000	10.53	Promoter
4.	PRABHA RAJGARHIA	1600000	7.4	Promoter
5.	RAJGARHIA LEASING AND FINANCE SERVICES PVT LTD	1130000	5.23	Promoter
6.	SHRI GOPAL RAJGARHIA	573850	2.66	Promoter
7.	SUBRAMANIAN P	524850	2.43	-
8.	INVESTOR EDUCATION AND PROTECTION FUND AUTHORITY MINISTRY OF CORPORATE AFFAIRS	470280	2.18	-
9.	ANISHA MITTAL	398770	1.85	Promoter
10.	BHAVNA RAJGARHIA	315500	1.46	Promoter

DETAILS OF PROMOTERS & PROMOTER GROUP:

Sr. No.	Promoter & Promoter Group	Educational Qualification	Experience	Address
1.	APM INDUSTRIES LIMITED		-	SP-147, RIICO Industrial Area, Bhiwadi, Alwar, Rajasthan – 301019
2.	RAJENDRA KUMAR RAJGARHIA	B. Com	He has +57 years of experience in investment decision, financing activities, strategic planning in capital budgeting	W-13 Greater Kailash–II, New Delhi-110048
3.	AJAY RAJGARHIA	MBA	He has +23 years of experience in the field of Financing activities and NBFCs.	W 13 Greater Kailash– II, New Delhi-110048
4.	PRABHA RAJGARHIA	B. Com	N.A.	W 13 Greater Kailash– II, New Delhi-110048
5.	SHRI GOPAL RAJGARHIA	B. Tech (Hons.) and S.M. (MIT)	He has an experience of 49 years and expertise in investment decision, and financing activities	33/1 Friends Colony, East South Delhi-110065
6.	ANISHA MITTAL	MBA	She has over 17 years experience in the field of finance	A-39, IITD Floor, Friends Colony East South Delhi-110065
7.	BHAVNA RAJGARHIA	MBA	She has an experience in the field of finance.	33/1 Friends Colony, East South Delhi-110065
8.	SANJAY RAJGARHIA	B. Com	He is having vast experience in Finance, and also having 29 years of vast experience in NBFCs affairs including Investments, Taxation etc.	177 C Western Avenue, W-7 Lane Sainik Farms, New Delhi-110062
9.	ADITI RAJGARHIA	MSC	She is having experience in banking and financing activities	177 C Western Avenue, W-7 Lane Sainik Farms, New Delhi-110062
10.	POOJA RAJGARHIA	B.A (Hons.)	She is having +15 years of experience in financing activities	177 C Western Avenue, W-7 Lane Sainik Farms, New Delhi-110062
11.	FARIDABAD PAPER MILLS PRIVATE LIMITED	-	-	2 Brabourne Road Kolkata, West Bengal-70001
12.	RAJGARHIA LEASING AND FINANCE SERVICES PVT LTD	-	-	2 Brabourne Road, 5th Floor, Kolkata West Bengal-700001
13.	ESSVEE FISCAL LLP	-	-	910, Chiranjiv Tower 43, Nehru Place, New Delhi-110019
14.	RAJENDRA KUMAR RAJGARHIA-Trustee of Aya Rajgarhia Foundation	-	-	W 13 Greater Kailash– II, New Delhi-110048
15.	RAJENDRA KUMAR RAJGARHIA-Trustee of KabirRajgarhia Foundation	-	-	W 13 Greater Kailash– II, New Delhi-110048

BUSINESS AND ITS MANAGEMENT

The Company is a registered with the Reserve Bank of India (RBI) as a Non Deposit Accepting, Non-Banking Financial Company (NBFC-ND). Our key line is to carry on the business of Loans and Investment activities.

While the Loans and Bonds would provide a regular income stream to the Company, the Investments in Equity and related products would aim at capital appreciation over the medium to long term. The Company intends to maintain a low risk profile of its Loans and Investments.

The allocation of capital between the different categories of Investments would be decided from time to time by the Management keeping in view the Economic and Capital Market conditions. The Company would take into consideration the views and opinions of various Financial & Investment advisors, Bankers etc. while deciding the resource allocation/investment opportunities.

Management:

The general supervision, direction and management of our Company, its operations & business are vested in the board which exercises its power subject to Memorandum of Association & Article of Association of the Company. The Article of Association of the Company sets out that the Company shall not have less than three Directors and not more than fifteen Directors. Provided that the Company may appoint more than fifteen directors subject to the approval of shareholders of the Company. The composition of the Board of Directors will be in consonance with the Act and SEBI Listing Regulations, 2015.

The following table set forth details of the Board of Directors:

Name,	Designation	DIN	Date of Expiry of Term	Address
Mr. Tribhuvan Nath Chaturvedi	Chairman, Independent Director	00002815	19th June, 2024	8-10, Pamposh Enclave, Greater Kailash – I, New Delhi-110048
Mr. Sanjay Rajgarhia	Vice Chairman, Executive Director	00154167	N.A.	177 C, Western Avenue, W-7 Lane, Sainik Farms, New Delhi-110062
Mr. Ajay Rajgarhia	Managing Director	01065833	19th June, 2024	W 13 Greater Kailash – II, New Delhi-110048
Mrs. Nirmala Bagri	Independent Director	01081867	19th June, 2024	7/23, Old No.-177-C, W-7, Western Avenue, Sainik Farms, Pushpa Bhawan, South Delhi, Delhi-110062
Mrs. Anisha Mittal	Non-Executive Director	00002252	N.A.	A-39, IITD Floor, Friends Colony, East South Delhi, New Delhi – 110065

REASONS FOR THE DEMERGER:

The reasons for the Demerger is set out in the Rationale for the Scheme of Arrangement which is given below: The arrangement is aimed at demerger of "Finance & Investments undertaking" ("Demerged Undertaking") of APM Industries Limited (AFL) or "Demerged Company" or "Transferor Company" into AFL to segregate the said business. The transfer and vesting by way of a demerger shall achieve the following benefits for AFL and AFL:

I. Each of the business activities being carried out by the AFL is distinct and diverse in its business characteristics. Both the businesses are entirely unrelated and at different stages of maturity with different risk and return profiles and capital and operational requirements. The management of the Demerged Company believes that there may be a segment of investors who may wish to have a choice of investing in either of the categories of businesses being undertaken by the company.

II. Pursuant to the proposed demerger, the Demerged Undertaking (defined hereinafter) and the Remaining Business (defined hereinafter) would have their own management teams which can chart out independent strategies for each business segment. Further, the proposed demerger would also open avenues for resizing and inorganic growth opportunities for the businesses, provide multiple listing avenues, along with creating opportunity for shareholders to participate in business of choice and reposition the businesses in their respective market segments, thereby creating opportunities for value creation for the respective stakeholders.

III. The demerger will permit increased focus by AFL and AFL on their respective businesses in order to better meet their respective customers' needs and priorities, develop their own network of alliances and talent models that are critical to success.

IV. There is no adverse effect of Scheme on any directors, key management personnel, promoters, non-promoter members, creditors and employees of AFL. The Scheme would be in the best interest of all stakeholders in AFL. The transfer and vesting of the Finance & Investment Undertaking into AFL would be in the best interests of the shareholders, creditors and employees of AFL and AFL, respectively, as it would result in enhanced value for the shareholders and allow focused strategy in operation of the Finance & Investment Undertaking and the remaining business of the AFL. Pursuant to this Scheme all the shareholders of the AFL will get shares in AFL and there would be no change in the economic interest for any of the shareholders of AFL pre and post implementation of the Scheme.

FINANCIAL STATEMENTS FOR THE PREVIOUS THREE YEARS PRIOR TO THE DATE OF LISTING:

Balance Sheet of our Company for preceding 3 financial years:

Particulars	For the period from May 13, 2016 to March 31, 2017	Year ended 31st March, 2018	Year ended 31st March, 2019
EQUITY AND LIABILITIES Shareholders' funds			
Share capital	20,000,000	20,000,000	43,222,720
Reserves and surplus	100,527	1,103,376	697,984,596
Total	20,100,527	21,103,376	741,207,316
Non-current Liabilities			
Deferred tax Liabilities (Net)	-	-	16,722,151
Current Liabilities			
Other current liabilities	464,747	49,306	307,854
Short-term provisions	47,376	172,055	17,326
Total	20,612,650	21,324,737	758,254,647
ASSETS			
Non-current Assets			
Investments	-	9,922,516	644,754,693
Deferred tax assets (net)	99,847	62,404	-
Total	99,847	99,847	644,754,693
Current assets			
Cash and bank balances	20,512,803	1,253,269	29,973,689
Short-term loans and advances	-		

Details of shareholder's holding more than 5 percent shares in the Company

	March 31, 2019		March 31, 2018	
	Nos.	% of holding	Nos.	% of holding
Equity shares of ₹ 2 each				
APM Industries Limited*	-	-	10,000,000	100%
[Includes Nil (March 31, 2018: 30) equity shares, held by the nominee shareholder]				

*refer note 22

4. Reserves and surplus

	March 31, 2019	March 31, 2018
Surplus in the statement of profit and loss		
Opening balance	882,701	80,422
Add: Profit for the year	11,794,516	1,002,849
Less: Transfer to reserve fund	(2,358,903)	(200,570)
Net surplus	10,318,314	882,701
Reserve fund		
Opening balance	220,675	20,105
Add: Surplus transferred during the year	2,559,933	200,570
	2,579,578	220,675
Capital Reserve		
Opening Balance	-	-
Add: Addition on account of scheme of demerger*	708,309,424	-
Add: Cancellation of equity share capital*	20,000,000	-
Less: Equity share capital pending allotment*	(43,222,720)	-
	685,086,704	-
Total reserves and surplus	697,984,596	1,103,376

*refer note 22

	March 31, 2019	March 31, 2018
5. Deferred tax liabilities (net)		
Deferred tax liability		
Valuation of investments		
Opening balance	-	-
Add: Deferred during the year (refer note 22)	20,826,318	-
Less: Transfer tax credited to the statement of profit and loss	(4,037,928)	(16,788,390)
	16,788,390	-
Deferred tax asset		
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes in subsequent years	66,239	62,404
	66,239	62,404
Net deferred tax liabilities	16,722,151	(62,404)
Net deferred tax credited to the statement of profit and loss during the year is ₹ 4,041,763 (March 31, 2018: charge of ₹ 37,443)		

	March 31, 2019	March 31, 2018
6. Other current liabilities		
Statutory dues payable	2,054	2,500
Other payables	305,800	46,806
	307,854	49,306
7. Short-term provisions		
Provision for employee benefits		
- Provision for bonus	17,326	-
Provision for Income-tax (net of advance tax)	-	172,055
	17,326	172,055

	March 31, 2019			March 31, 2018		
	Face value per share/unit	Nos.	Amount in ₹	Face value per share/unit	Nos.	Amount in ₹
8. Investments						
Non-trade investments (valued at cost unless stated otherwise)						
Investment in equity instruments (quoted)						
HDFC Bank Limited	2	2,250	4,243,725	-	-	-
Indian Oil Corporation Limited	10	20,000	3,532,000	-	-	-
State Bank of India	1	55,000	14,573,773	1	20,000	5,827,273
KEC International Limited	2	10,000	2,151,929	2	10,000	2,151,929
Dewan Housing Finance Corporation Limited	10	5,000	1,943,314	10	5,000	1,943,314
Investment in bonds (unquoted)						
Indian Renewable Energy Development Agency Limited	1,000	13,624	13,624,000	-	-	-
National Highways Authority of India	1,000	5,714	5,714,000	-	-	-
Investment in mutual funds (unquoted)						
ABSL Dynamic Bond Fund - Growth - Regular Plan	10	584,938	17,537,904	-	-	-
ABSL Equity Fund - Growth - Regular Plan	10	9,402	6,470,933	-	-	-
ABSL Equity Hybrid Fund - Growth - Regular Plan	10	13,537	9,975,850	-	-	-
ABSL Pure Value Fund - Growth - Regular Plan	10	56,558	3,406,987	-	-	-
ABSL Regular Savings Fund - Growth - Regular Plan	10	1,059,565	40,496,381	-	-	-
ABSL Short Term Opportunities Fund - Growth - Regular Plan	10	897,035	25,884,213	-	-	-
Axis Focused 25 Fund - Growth	10	234,411	5,991,084	-	-	-
Axis Strategic Bond Fund - Growth	10	1,789,207	30,306,843	-	-	-
DSP Equity & Bond Fund - Growth - Regular Plan	10	69,541	9,904,989	-	-	-
Franklin India Smaller Companies Fund - Growth	10	84,647	4,983,225	-	-	-
HDFC FMP Series-37 - Growth - Regular Plan	10	2,000,000	22,787,600	-	-	-
HDFC Balanced Advantage Fund - Growth - Regular Plan	10	70,039	12,621,479	-	-	-
HDFC Capital Builder Value Fund - Growth - Regular Plan	10	25,844	7,353,317	-	-	-
HDFC Credit Risk Debt Fund - Growth - Regular Plan	10	2,737,791	39,453,755	-	-	-
HDFC Equity Savings Fund - Growth - Regular Plan	10	289,260	9,994,504	-	-	-
HDFC Hybrid Equity Fund - Growth - Regular Plan	10	257,720	13,093,497	-	-	-
HDFC Small Cap Fund - Growth - Regular Plan	10	165,439	7,317,357	-	-	-
ICICI Prudential Equity & Debt Fund - Growth	10	101,563	12,684,213	-	-	-
ICICI Prudential FMP Series 79 - 1104 Days Plan	10	1,000,000	11,404,000	-	-	-
ICICI Prudential Short Term Fund - Growth Option	10	1,656	59,927	-	-	-
IDFC Core Equity Fund - Growth - Regular Plan	10	135,829	5,964,483	-	-	-
Invesco India Contra Fund - Growth	10	108,719	5,000,000	-	-	-
Kotak Credit Risk Fund - Growth - Regular Plan	10	1,160,369	22,192,401	-	-	-
Kotak Equity Savings Fund - Growth - Regular Plan	10	758,725	10,013,581	-	-	-
Kotak Standard Multicap Fund - Growth - Regular Plan	10	286,503	9,114,515	-	-	-
L&T Emerging Businesses Fund - Growth	10	143,391	3,841,121	-	-	-
L&T Hybrid Equity Fund - Growth	10	285,322	7,296,246	-	-	-
L&T Infrastructure Fund - Growth	10	284,899	4,883,171	-	-	-
L&T Midcap Fund - Growth	10	23,045	3,127,456	-	-	-
L&T Resurgent India Bond Fund - Growth	10	1,612,213	20,957,962	-	-	-
MotilalOswal Multicap 35 Fund - Growth - Regular Plan	10	192,808	5,071,517	-	-	-
SBI Blue Chip Fund - Growth - Regular Plan	10	180,663	6,724,763	-	-	-
UTI Dynamic Bond Fund - Growth - Regular Plan	10	303,335	6,081,815	-	-	-
Reliance Equity Savings Fund	10	781,763	10,007,036	-	-	-
Reliance Regular Saving Fund	10	234,341	13,252,893	-	-	-
Reliance Fixed Horizon Fund - XXX - Series 3 - Direct Growth Plan	10	1,000,000	12,417,300	-	-	-
Reliance Fixed Horizon Fund - XXXI Series 4 - Direct Growth Plan	10	1,000,000	11,784,900	-	-	-
Reliance Corporate Bond Fund	10	761,441	11,018,579	-	-	-
Alternative Investment Equity						
Abakus Growth Fund-1	1,000	9,263	10,000,000	-	-	-
DSP Emerging Star Fund - Class B - 1.01	100	74,378	12,641,953	-	-	-
DSP Core Fund - Class B - 1.02	100	94,792	14,226,407	-	-	-
Enam India Diversified Equity Advantage	-	-	25,317,210	-	-	-
IIFL Special Opportunities Fund	10	930,259	10,655,500	-	-	-
MotilalOswal Focused Growth Opportunities Fund	10	733,008	10,619,678	-	-	-
Old Bridge Capital Management Private Limited	-	-	14,095,598	-	-	-
Reliance Equity Opportunities Fund - Scheme I	10	1,500,000	15,000,000	-	-	-
Alternative Investment Debt						
Edelweiss Multi Strategy Fund	-	-	10,735,577	-	-	-
Edelweiss Infrastructure Yield Plus	10	400,000	4,000,000	-	-	-
Reliance Yield Maximiser AIF - Scheme II	-	-	11,201,632	-	-	-
			644,754,693			9,922,516
Aggregate amount of quoted investments			26,444,741			9,922,516
Market value of quoted investments			29,864,525			11,446,250
Aggregate amount of unquoted investments			618,309,952			-

	March 31, 2019	March 31, 2018
9. Cash and bank balances		
Cash and cash equivalents		
Balances with banks:		
- On current accounts	29,973,689	1,253,269
	29,973,689	1,253,269
10. Short-term loans and advances		
Loans to body corporates (unsecured, considered good)	45,000,000	10,000,000
Loan to related party (refer note 17)	36,704,814	-
Advance income-tax (net of provision for tax)	682,663	-
	82,387,477	10,000,000
11. Other current assets		
Interest accrued but not due on loan	523,109	86,548
Interest accrued on investments	615,679	-
	1,138,788	86,548
12. Revenue from operations		
Interest income on		
- Loans to body corporates	7,724,189	1,391,575
- Tax free bonds	1,416,804	-
- Long-term investments	2,525,381	-
Dividend income	270,750	98,000
Net gain on sale of investments	1,187,002	69,045
	13,124,126	1,558,620
13. Other income		
Interest on Income-tax refund	-	502
	-	502
14. Employee benefits expense		
Salaries and wages	207,926	-
Contribution to provident and other funds	14,477	-
	222,403	-

	March 31, 2019	March 31, 2018
15. Other expenses		
Professional fee	71,621	77,873
Auditor's remuneration (refer details below)	333,350	124,750
Bank charges	1,770	7,250
Miscellaneous expenses	32,508	-
	439,249	209,873
Auditor's remuneration (including GST)		
Statutory audit fee	236,000	47,200
Tax audit fee	59,000	-
Other services	11,800	53,100
Certification fee	23,600	24,450
Out of pocket expenses	2,950	-
	333,350	124,750
16. Earnings per share		
(a) Calculation of outstanding weighted average number of equity shares		
Number of shares at the beginning of the year	10,000,000	10,000,000
Number of shares pending allotment during the year*	21,611,360	-
Number of shares cancelled during the year*	(10,000,000)	-
Number of shares at the end of the year	21,611,360	10,000,000
Outstanding weighted average number of shares during the year	21,611,360	10,000,000
(b) Net profit available for Equity shareholders (in ₹)	11,794,516	1,002,849
(c) Basic and Diluted EPS (in ₹)#	0.55	0.10

*refer note 22

#The Company has sub-divided nominal value of its equity shares from ₹ 10 each to ₹ 2 each on 14 December 2017. Consequently the numbers of authorized, issued, subscribed and paid-up equity shares has increased accordingly.

17. Related Party disclosures

Names of related parties and related party relationship
Related parties where control exists

Holding Company	APM Industries Limited (till March 31, 2018)*
Key Management Personnel (KMPs)	Anisha Mittal Sanjay Rajgarhia Ajay Rajgarhia
Enterprise over which shareholders/ promoters is able to exercise significant influence	APM Industries Limited (w.e.f. April 1, 2018)*

Related parties transactions
a. Interest income (Amount in ₹)

Particulars	March 31, 2019	March 31, 2018
APM Industries Limited	1,873,012	-

b. Payments made on behalf of the Company (Amount in ₹)

Particulars	March 31, 2019	March 31, 2018
APM Industries Limited	37,755,838	120,752

c. Collections made on behalf of the Company (Amount in ₹)

Particulars	March 31, 2019	March 31, 2018
APM Industries Limited	100,133,400	-

d. Amount received from (Amount in ₹)

Particulars	March 31, 2019	March 31, 2018
APM Industries Limited	28,000,000	-

e. Reimbursement made by the Company (Amount in ₹)

Particulars	March 31, 2019	March 31, 2018
APM Industries Limited	454,240	524,662

f. Related parties balances at the yearend : (Amount in ₹)

Particulars	March 31, 2019	March 31, 2018
APM Industries Limited	36,704,814	-

*refer note 22

18. The Company has complied with the Reserve Bank of India's - " Non-Banking Financial Company - Non Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016" as amended from time to time.

19. Segment reporting

Based on the guiding principles given in Accounting Standard (AS) - 17 "Segment Reporting" as notified under Section 133 of the Companies Act, 2013, read together with Rule 7 of the Companies (Accounts) Rules 2014, as amended, the Company's primary business segment involves providing financial services. In view of the same, separate primary segment information is not required to be given as per the requirements of AS 17 on "Operating Segments". The Company operates solely in one geographical segment namely "Within India" and hence no separate information for geographic segment is required.

20. There is no contingent liability as at March 31, 2019.

21. There is no unhedged foreign currency exposure as at March 31, 2019.

22. Scheme of Demerger

Pursuant to the order of the National Company Law Tribunal ("the NCLT"), Jaipur, the Finance and Investment Undertaking of APM Industries Limited ("AIL" or "the Demerged Company") has been merged into APM Finvest Limited ("AFL" or "the Resulting Company") w.e.f. April 1, 2018, being the appointed date.

Pursuant to the Scheme of Arrangement ("the Scheme") under Section 230 to 232 of the Companies Act, 2013 between APM Industries Limited and APM Finvest Limited as approved by the NCLT, Jaipur on May 24, 2019:

a) The assets and liabilities of AIL pertaining to the Finance and Investment Undertaking as on the appointed date have been transferred to AFL at their respective book values as appearing in the books of accounts of AIL.

b) The employees of the Finance and Investment Undertaking as on the appointed date have been transferred to AFL.

c) Summary of assets and liabilities transferred from AIL to AFL as on April 1, 2018 is as under:

Particulars	Amount (in ₹)
Assets	
Non-current investment	692,784,671
Loans to body corporates	35,000,000
Interest accrued but not due on loan	6

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2019

(₹ In Lakhs)

Particulars	Note No.	For the Year Ended March 31,2019	For the Year Ended March 31,2018
INCOME			
I Revenue from Operations	28	26,950	27,578
II Other Income	29	415	886
III Total Income		27,365	28,464
IV Expenses:			
Cost of Materials Consumed	30	15,802	15,295
Changes in Inventories of Finished Goods and Work-in-Progress	31	(356)	182
Employee Benefits Expense	32	4,026	3,850
Finance Costs	33	436	408
Depreciation and Amortization Expense	34	542	485
Excise Duty	35	-	6
Other Expenses	36	6,104	6,436
Total Expenses		26,554	26,662
V Profit before exceptional Items and Tax (III-IV)		811	1,802
VI Exceptional Items		-	-
VII Profit/(Loss) before Tax (V-VI)		811	1,802
VIII Tax Expense	45(a)	-	-
Current Tax		198	418
Less: MAT Credit Entitlement		(20)	(178)
Deferred Tax		(83)	292
Tax related to earlier year		(18)	16
IX Profit for the year (VII-VIII)		734	1,254
X Other Comprehensive Income			
A i Items that will not be reclassified to profit or loss			
- Remeasurement of defined benefit plans		31	(2)
ii Income tax relating to items that will not be reclassified to profit or loss			
- Remeasurement of defined benefit plans	45(d)	(10)	1
B i Items that will be reclassified to profit or loss			
ii Income tax relating to items that will be reclassified to profit or loss			
XI Total Comprehensive Income for the year (IX+X)		755	1,253
(Comprising Profit and other comprehensive income for the year)			
XII Earning per equity share	52		
(Face value of ₹ 2/- each)			
Basic		3.40	5.81
Diluted		3.40	5.81
Significant Accounting Policies and Notes	1 - 54		
forming part of the Financial Statements			

As per our report of even date attached

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

For CHATURVEDI & PARTNERS
Chartered Accountants
Firm Registration No.307068E

Sd/-
ANUJ MAHANSARIA
Partner
Membership No.500819

Sd/-
HARI RAM SHARMA
Managing Director
DIN -00178632

Sd/-
R K RAJGARHIA
Chairman
DIN -00141766

Sd/-
K R GUPTA
Directors
DIN -00027295

Sd/-
C S VIJAY
Chief Financial Officer

Sd/-
NEHA JAIN
Company Secretary
Membership No. 48053

Place: New Delhi
Date: June 20, 2019

APM INDUSTRIES LIMITED
CIN No.L21015RJ1973PLC015819

STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2019

(₹ In Lakhs)

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
I. CASH FLOWS FROM OPERATING ACTIVITIES		
Profit for the year before Taxation	811	1,802
Adjustments for		
Depreciation and amortisation expense	542	485
Excess Provision Written Back/Liabilities no longer required	(255)	(364)
(Gain)/ Loss on sale of Property, Plant and Equipment	9	32
Allowances for doubtful trade receivables	23	23
(Gain)/ Loss on Sale of Units of Mutual Fund/Shares	-	(513)
Finance Cost	436	408
Interest Income	(2)	(39)
Dividend Income	-	(1)
Operating profit before working capital changes	1,564	1,833
Changes in assets and liabilities		
(Increase)/Decrease in Inventories	(645)	562
(Increase)/Decrease in Trade Receivables	(288)	79
(Increase)/Decrease in Other Bank Balances	28	(31)
(Increase)/Decrease in current and non-current assets	(246)	92
(Increase)/Decrease in current and non-current financial assets	(162)	68
Increase/(Decrease) in current and non-current liabilities and provisions	(10)	17
Increase/(Decrease) in current and non-current financial liabilities	684	419
Cash generated from operations activities	925	3,039
Taxes Paid	211	381
Net cash flows generated from operating activities	714	2,658
II. CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of Property Plant and equipment	(1,082)	(2,080)
Sale of Property Plant and equipment	25	158
Purchase of investments (net)	-	(806)
Investment in subsidiary	-	-
Dividend received	-	1
Interest Received	12	39
Net cash (used in) investing activities	(1,045)	(2,688)

	Year Ended March 31, 2019	Year Ended March 31, 2018
III. CASH FLOWS FROM FINANCING ACTIVITIES		
Increase/(decrease) in Long Term borrowings	115	640
Increase/(decrease) in Working Capital and other borrowings	515	(78)
Short term loan from related party	381	-
Dividend and Corporate Dividend Tax Paid	(264)	(126)
Interest and finance charges paid	(443)	(401)
Net cash flows generated from financing activities	304	35
IV. NET (DECREASE)/ INCREASE IN CASH AND CASH EQUIVALENTS DURING THE YEAR		
Cash and cash equivalents at the beginning of the year(net of adjustment of ₹ 1 lakhs on account of demerger as on April 1, 2018)	37	33
Cash and cash equivalents at the end of the year	10	38
Notes		
1. The cash flow statement has been prepared under the indirect method as set out in the Ind AS 7- Statement of Cash Flow.		
2. Adjustment on account of demerger is given below:		
Investments	7,128	-
Loans	350	-
Cash and Cash Equivalents	1	-
Other Financial Assets	13	-
Deferred Tax Liabilities	(209)	-
	7,283	-
3. Figures in brackets indicate cash outflow.		
4. Cash & Cash Equivalents include:		
Cash in Hand	2	3
Cheques in Hand	-	-
Balances with Banks	-	-
- In Current Accounts	8	35
	10	38
The accompanying notes form an integral part of the financial statements		

As per our report of even date attached

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

For CHATURVEDI & PARTNERS
Chartered Accountants
Firm Registration No.307068E

Sd/-
ANUJ MAHANSARIA
Partner
Membership No.500819

Sd/-
HARI RAM SHARMA
Managing Director
DIN -00178632

Sd/-
R K RAJGARHIA
Chairman
DIN -00141766

Sd/-
K R GUPTA
Directors
DIN -00027295

Sd/-
C S VIJAY
Chief Financial Officer

Sd/-
NEHA JAIN
Company Secretary
Membership No. 48053

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2019

A. EQUITY SHARE CAPITAL

Equity shares of ₹ 2 each issued, subscribed and fully paid up (₹ In Lakhs)

Particulars	Numbers of Shares	Amount (in Rupees)
As at April 01, 2017	21,611,360	432
Changes in equity share capital	-	-
As at March 31, 2018	21,611,360	432
Changes in equity share capital	-	-
As at March 31, 2019	21,611,360	432

B. OTHER EQUITY

(₹ In Lakhs)

Particulars	Reserves and Surplus				Other Items of Other Comprehensive Income	Total
	Securities premium	Capital Reserve	General Reserve	Retained Earnings		
Balance as at April 01,2017	243	-*	6,987	10,273	(58)	17,445
Profit for the year	-	-	-	1,254	-	1,254
Remeasurment of the defined benefits plan(Net)	-	-	-	-	(1)	(1)
Dividends	-	-	-	(108)	-	(108)
Dividend distribution tax	-	-	-	(22)	-	(22)
Balance as at March 31,2018	243	-	6,987	11,397	(59)	18,568
Profit for the year	-	-	-	734	-	734
Remeasurment of the defined benefits plan(Net)	-	-	-	-	21	21
Adjustment on account of Demerger-(Refer Note 39)	-	-*	(6,987)	(96)	-	(7,083)
Adjustment on account of Demerger-(Refer Note 39)	-	-	-	(200)	-	(200)
Amount transferred to General Reserve	-	-	-	(5,000)	-	(5,000)
Amount transferred from Retained Earnings	-	-	5,000	-	-	5,000
Dividends	-	-	-	(216)	-	(216)
Dividend Distribution Tax	-	-	-	(44)	-	(44)
Balance as at March 31,2019	243	-	5,000	6,575	(38)	11,780

As per our report of even date attached

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

For CHATURVEDI & PARTNERS
Chartered Accountants
Firm Registration No.307068E

Sd/-
ANUJ MAHANSARIA
Partner
Membership No.500819

Sd/-
HARI RAM SHARMA
Managing Director
DIN -00178632

Sd/-
R K RAJGARHIA
Chairman
DIN -00141766

Sd/-
K R GUPTA
Directors
DIN -00027295

Sd/-
C S VIJAY
Chief Financial Officer

Sd/-
NEHA JAIN
Company Secretary
Membership No. 48053

Place: New Delhi
Date: June 20, 2019

➤ OUTSTANDING LITIGATIONS AND DEFAULTS OF THE TRANSFREE COMPANY, PROMOTERS, DIRECTORS OR OF GROUP COMPANIES

The details of the outstanding litigation or proceedings involving our Company, Directors, Promoter / Group Company are described in this section in the manner as detailed below.

Except as stated in this section, as of the date of this Information Memorandum, there are no (i) outstanding criminal proceedings involving our Company, Directors, Promoter / Group Company; (ii) outstanding actions taken by statutory or regulatory authorities against our Company, Directors, and (iii) outstanding dues to small scale undertakings and other creditors of our Company.

It is clarified that for the purposes of the above, pre-litigation notices (other than notices involving actions by statutory or regulatory authorities which are currently pending) received by our Company, Directors, Promoter / Group Company shall not be considered as litigation until such time that our Company, Directors, Promoter / Group Company, as the case may be, is impleaded as defendant or respondent in litigation proceedings before any judicial fora.

Litigation by or against our company:

A. Criminal Matters filed by our Company: Nil

B. Criminal Matters filed against our Company: Nil

C. Taxation Matters involving our Company: Nil

D. Civil Matters filed by our Company: Nil

E. Civil Matter filed against our Company: Nil

F. Labour Cases filed by our Company: Nil

G. Labour Cases filed against our Company: Nil

Litigation By or Against Our Promoter/Group Company

A. Criminal matters filed by the Promoters:

Nil

B. Civil matters filed by the Promoters:

Sr. No.	CASE DETAILS	PARTICULARS	AMOUNT INVOLVED (In ₹)
1	APM Industries Ltd. V/S M/s Shital Fibres Ltd., Jalandhar	Case filed by company before NCLT, Chandigarh for recovery of dues.	₹ 2137249/-
2	APM Industries Ltd. V/S M/s VS Lignite Power Pvt. Ltd. Hyderabad	Case filed by us before Distt. Court, Bikaner for recovery of dues, due to Non delivery of power as per power delivery agreement.	₹ 81842740/-
3	APM Industries Ltd. V/S M/s JVVNL - Jaipur	Case filed by the company before Rajasthan High Court, Jodhpur againstdemand of electricity duty, water conservation Cess, Urban Cess & Cross Subsidy on Power consumed by us from group captive power plant. Stay Granted by High Court on recovery.	-
4	APM Industries Ltd. V/S M/s Kaushik Enterprises - Meerut	Appeal filed by us for recovery of dues before Dist. Court, Meerut.	₹ 996021/-
5	APM Industries Ltd. V/S M/s Mikano Fabrics - Meerut	Case filed by us for recovery of dues before Civil Judge, Meerut.	₹ 538086/-
6	APM Industries Ltd. V/S M/s Elder Pharmaceuticals Ltd.	Criminal case filed by us for recovery of dues before Delhi Distt. Court.	₹ 6000000/-
7	APM Industries Ltd. V/S M/s Parshwanath Developers Ltd. - Delhi	Case filed for refund of Amount Paid for purchase of commercial Space at, Bhiwadi.	₹ 2500000/-

C. Taxation matters by the Promoter& our Group Company:

Nil

D. Labour cases filed by the Promoter& our Group Company:

Nil

E. Labour cases filed against the Promoter& our group company:

Nil

F. Taxation matters against the Company:

Sr. No.	CASE DETAILS	PARTICULARS	AMOUNT INVOLVED (In ₹)
1	Antievation Circle, Commercial taxation department , Banswara V/s Orient Syntex (Prop APM Industries Ltd.), Bhiwadi	Appeal filed by Anti Evasion department of commercial Taxation department, Banswara against order of Dy. Commissioner Appeals, Alwar before tax board, Ajmer, in our favour.	₹ 294483/-
2	Asstt. Commissioner, Commercial Taxation department, Alwar V/s Orient Syntex (Prop APM Industries Ltd.), Bhiwadi	Appeal by Asstt. Commissioner Commercial taxation department, before Tax board, Ajmer against order of Dy. Commissioner (Appeals), Alwar, which was decided in our favour.	₹ 263208/-
3	Asstt. Commissioner, Central Excise & Service tax V/s Orient Syntex (Prop APM Industries Ltd.), Bhiwadi	Appeal filed by the Central Excise department against order of dy. Commissioner, Appeals, Alwar vide which cenvat credit on capital goods allowed.	₹ 14072105/-
4	Superintendent Central Excise, Bhiwadi V/s M/s Orient Syntex (Prop APM Industries Ltd.) Bhiwadi	Show cause notice issued by Superintendent Central Excise, Bhiwadi for disallowance of cenvat credit on capital goods.	₹ 304707/-
5	Orient Syntex (Prop APM Industries Ltd.), Bhiwadi V/s Additional Commissioner, CGST, Alwar	Appeal filed by the Company before commissioner (Appeal) against order of Dy. Commissioner (Appeals) Alwar vide which they have ordered to lapsed cenvat credit on input.	₹ 137844631/-

Litigation by or against the directors of our company & our promoter/ Group Company:

A. Criminal Matters filed by the Directors of our Company and our Promoter/ Group Company: Nil

B. Criminal Matters filed against the Directors of our Company and our Promoter/ Group Company: Nil

C. Taxation Matters involving the Directors of our Company and our Promoter/ Group Company: Nil

D. Civil Matters filed by the Directors of our Company and our Promoter/ Group Company: Nil

E. Civil Matter filed against the Directors of our Company and our Promoter/ Group Company: Nil

F. Labour Cases filed by the Directors of our Company and our Promoter/ Group Company: Nil

G. Labour Cases filed against the Directors of our Company and our Promoter/ Group Company: Nil

➤ **PARTICULARS OF HIGH, LOW AND AVERAGE PRICES OF THE SHARES OF THE LISTED TRANSFEROR ENTITY ON BSE DURING THE PRECEEDING THREE CALENDER YEARS:**

Year	High	Low	Weighted Average Price
2016	76.85	48.50	63.35
2017	84.40	52.00	65.06
2018	74.90	33.00	57.09

➤ **ANY MATERIAL DEVELOPMENT AFTER THE DATE OF THE BALANCE SHEET:**

In the Opinion of our Board, there have not arisen since the date of the last audited financial statements viz. 31st March, 2019, any material developments and any circumstances that materially or adversely affect or are likely to affect our financials.

➤ **AVAILIBTY OF INFORMATION MEMORANDUM OF THE COMPANY:**

The Information Memorandum is available its website at www.apmfintest.com.

For and on Behalf of APM Finvest Limited

Place: New Delhi
Date: 17.09.2019

Sd/-
NIDHI
COMPANY SECRETARY