

APPLE CREDIT CORPORATION LIMITED

REGISTERED & CORPORATE OFFICE

Gokul Arcade, I Floor,
2, Sadar Patel Road, Adyar,
Chennai - 600 020.
Ph : 24901603

BOARD OF DIRECTORS

Mr. Jayanty Ramakrishna Sarma
Director

Mr. J.S. Narayana
Director

Mr. K. Elangovan
Director

Banker

State Bank of India

Auditors

M/s.Brahmayya & Co
Chartered Accountants

Registrars & Transfer Agent

Integrated Enterprises (India) Ltd.,
2nd Floor, "Kences Tower"
1, Ramakrishnan Street,
North Usman Road,
T. Nagar, Chennai - 600 017.

Members are requested to bring their copy of the Annual Report along with them for the Annual General Meeting, as copies of the Report will not be distributed at the meeting.

APPLE CREDIT CORPORATION LIMITED

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Registered & Corporate Office:
Gokul Arcade, I floor, 2, Sardar Patel Road, Adyar, Chennai 600 020.

NOTICE CONVENING THE 25TH ANNUAL GENERAL MEETING

Notice is hereby given that the 25th Annual General Meeting of the Members of the Company will be held on Wednesday the 18 September 2013 at 11.00 a.m. at The Hall of Ragaas, New No 2, Old No 47, Ist Avenue, Sastri Nagar, Adyar, Chennai 600 020 to transact the following business:

ORDINARY BUSINESS:

- 1) To receive, consider and adopt the audited statement of Accounts for the year ended 31st March 2013 and the Reports of the Directors and Auditors thereon.
- 2) To elect a Director in the place of Mr. JRK Sarma, who retires by rotation and being eligible offers himself for re-election.
- 3) To appoint Auditors and fix their remuneration. The retiring Auditors M/s Brahmayya & Co., Chartered Accountants, Chennai being eligible offer themselves for re-appointment.

SPECIAL BUSINESS:

- 4) To consider and if thought fit, to pass with or without modifications, the following resolution as an ordinary resolution :

RESOLVED THAT pursuant to Companies Act 1956, or any amendment or modifications thereof, approval of the Company be and is hereby accorded to the appointment of Mr.D. Harold as the Manager of the Company u/s 269 of Companies Act 1956 for a period of one year with effect from 01.04.2013 on the terms and conditions set out in the Explanatory Statement annexed.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to vary or modify the terms and conditions of the said appointment, including salary from time to time, subject to the provisions of Schedule XIII and all other applicable provisions of the Companies Act, 1956.

For and on behalf of the Board

Place: Chennai
Date: 30.05.2013

JRK Sarma
Director

APPLE CREDIT CORPORATION LIMITED

NOTE:

1. **A Member entitled to attend and vote at the meeting is entitled, to appoint a proxy to attend and on a poll vote instead of the member and such proxy need not be a member of the Company.**
2. The Proxy Form, duly stamped and executed, should be deposited at the Registered Office of the Company not less than 48 hours before the time fixed for the commencement of the Meeting.
3. The Explanatory Statement under Section 173 of the Companies Act 1956 in respect of item 4 as set out above is annexed hereto.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 12th September to 18th September 2013 (both days inclusive).
5. Members are requested to notify immediately to the Company any change in their address.
6. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification for attendance at the meeting.

EXPLANATORY STATEMENT PURSUANT TO ARTICLE 100(2) OF THE ARTICLES OF ASSOCIATION READ WITH SECTION 173 (2) OF THE COMPANIES ACT, 1956.

Item No. 4

Mr. D Harold of the Company was appointed as Manager of the Company u/s 269 of the Companies Act 1956 for a period of one year with effect from 01.04.2013. The Board of Directors have appointed him in their meeting held on 26.03.2013 on the following terms and conditions.

PERIOD OF APPOINTMENT : 1 Year from 01.04.2013 appointment subject to compliance with Schedule XIII and Section 198, 269, 309 and other applicable provisions, if any, of the Companies Act, 1956 and also subject to approval of the shareholders in a General Meeting.

REMUNERATION : Payable with effect from 01.04.2013 subject to Schedule XIII limits

I Salary :

Rs.24,300 per month with such changes /increments as may be decided by the Board from time to time, and other allowances of Rs.23,850 per month also subject to such changes /increments as may be decided by the Board from time to time.

II Perquisites :

In addition to salary, the perquisites in respect of the following will be allowed:

- i) **Medical Reimbursement :** Reimbursement of Medical expenses and hospitalization for self and family subject to a ceiling of Rs.15,000/- per year.
- ii) **Leave Travel Concession:** As per the rules of the Company for self and family once in a year.

III Other Perquisites:

- i) **Contribution to Superannuation Fund :**
Contribution to the superannuation fund a sum of Rs.8000.00 p.m. respectively.
 - ii) The company shall reimburse actual entertainment and traveling expenses incurred in the course of the Company's business.
 - iii) D Harold will be entitled to privilege leave period of 12 days for every year of service during the period of the Agreement with full pay and perquisites. He will be entitled to sick leave and casual leave benefits as per the rules of the Company.
- IV. Mr. D. Harold shall keep the secrets of the Company.
- V. The appointment may be terminated by either party by giving one month's notice or by mutual consent. The Company shall also be entitled to terminate the appointment without requisite notice by making payment to Mr. D. Harold of one month's remuneration.
- VI. In the event of any modification made by the Government in the guidelines or ceilings on managerial remuneration during the period of Agreement, the remuneration payable to Mr. D. Harold shall be increased or decreased as the Board may deem fit, in accordance with such modified guidelines or ceilings.

None of the Directors except is interested in this Resolution.

Your Directors recommend the Resolution for your approval.

For and on behalf of the Board

Place: Chennai
Date : 30.05.2013

JRK Sarma
Director

DIRECTORS' REPORT

**To
THE MEMBERS OF APPLE CREDIT
CORPORATION LIMITED**

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

Management Discussion and Analysis:

The financial highlights for the year under review are as follows:

(Rupees in lacs)

	Year Ended 31st March 2013	Year Ended 31st March 2012
Profit / Loss before Int., Depreciation and Tax	(42.93)	141.99
Less: : Depreciation	0.30	5.39
Profit / Loss before Tax	(42.63)	136.60
Add : Provision for Non Performing assets	NIL	Nil
Less : Fringe Benefit Tax	NIL	Nil
Profit / Loss after Int., Depreciation and Tax	(42.63)	136.60
Balance in Profit & Loss Account b/f (Loss)	(29713.02)	(29849.62)
Balance in Profit & Loss Account c/f (Loss)	(29755.65)	(29713.02)

There were no disbursements during the year under review. The Company has continued its efforts for recovery of overdues.

On account of accumulated loss, your Directors are not in a position to recommend any Dividend.

DIRECTORS

Mr. JRK Sarma aged 55 years, who retires by rotation and being eligible offers himself for re-election. A brief resume of the director retiring by rotation at the ensuing AGM, nature of his expertise in specific functional areas and the name of companies in which he holds directorship and / or membership / chairmanship of committees of the board as stipulated under clause 49 of the listing agreement, is given in the section on Corporate governance elsewhere in the Annual report.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 217(2AA) of the Companies (Amendment) Act, 2000 the Directors confirm that :

1. In the preparation of the annual accounts, the applicable accounting standards have been followed;
2. Appropriate accounting policies have been selected and applied consistently and have made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March 2013 and of the Profit/Loss of the Company for the year ended 31st March 2013.
3. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. The annual accounts have been prepared on a going concern basis.

CORPORATE GOVERNANCE

A separate Report on Corporate Governance is produced as a part of this Annual Report along with the Auditors Statement, on its compliance as prescribed under the amended Listing Agreement of the Stock Exchanges with which your Company share is listed.

APPLE CREDIT CORPORATION LIMITED

DEPOSITORIES

As the Members are aware, your Company's Shares are tradable compulsorily in electronic form and your Company has established connectivity with both the Depositories i.e. National Securities Depository Limited and Central Depository Services(India) Limited.

In view of the numerous advantages offered by the Depository system, Members are requested to avail of the facility of dematerialisation of the Company's shares on either of the Depositories aforesaid.

At present over 64.90% of the paid-up equity capital of the Company is held in dematerialised form.

FIXED DEPOSITS

Your Company has no outstanding Deposits as all Unclaimed Deposits in the Company have been transferred to Government A/c as per Companies Act 1956.

AUDITORS

The Company's Auditors M/s Brahmayya & Co, Chartered Accountants, Chennai will retire at the ensuing Annual General meeting and being eligible have offered themselves for re-appointment and the requisite certificate u/s 224 (1) (b) of the Companies Act, 1956 has been obtained from them for this purpose.

AUDITOR'S REPORT

As regards the opinion of the Auditors in their Report, attention of members is invited to note No. 19 to the financial statements which is self explanatory.

PARTICULARS OF PERSONNEL

The particulars of employees as required u/s 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules 1975 is not applicable to the Company as there were no employees drawing remuneration in excess of the limits specified under the said rules..

CONSERVATION OF ENERGY, TECHNOLOGY, ABSORPTION AND FOREIGN EXCHANGE

Your Company has no activity relating to these areas during the period under review.

ACKNOWLEDGEMENT

Your Directors wish to express their gratitude to the Shareholders , Bankers and employees for their support.

For and on behalf the Board

Jayanty Ramakrishna Sarma
Director

K Elangovan
Director

Place : Chennai
Date : 30th May 2013

APPLE CREDIT CORPORATION LIMITED

REPORT ON CORPORATE GOVERNANCE

INTRODUCTION

The Securities and Exchange Board of India has introduced a Code of Corporate Governance for implementation by listed companies.

The report for the year 2012-2013 as required under clause 49 is as follows:

I. COMPANY’S PHILOSOPHY:

The company is committed to adopt the best Corporate Governance practices and endeavors continuously to implement the Code of Corporate Governance in its true spirit. The Company’s philosophy in relation to Corporate Governance is to ensure transparency in all its operations, make disclosures and enhance shareholders’ value without compromising in any way in complying with applicable laws.

The Board of Directors acknowledges that it has a fiduciary relationship and a corresponding duty towards the stakeholders to ensure that their rights are protected. Through the Governance mechanism in the Company, the Board along with its committees endeavors to strike a right balance with its various stakeholders.

II. BOARD OF DIRECTORS:

A) The Constitution of the Board as on March 31, 2013

Name of Director	Category of Directorship	No. of Directorships held in other Companies	No. of other Committee Membership
Jayanty Ramakrishna Sarma	Non-Executive & Independent	Nil	Nil
Dr. J S Narayana	Non-Executive & Independent	Nil	Nil
K Elangovan	Non-Executive & Independent	Nil	Nil

The Company does not have a designated Chairman.

8 Board meetings were held during the period April 1, 2012 to March 31, 2013: They were held on 29.05.12, 23.07.12, 01.08.12, 27.08.12, 26.10.12, 10.11.12, 11.02.13 and 26.03.13

The attendance record of Directors at Board meetings and last AGM is as under:

Name of Director	No. of Board Meetings Attended	Sitting fees Rs.	Attendance at Last AGM held On 01.08.2012
Jayanty Ramakrishna Sarma	8	12000	Present
J S Narayana	3	4500	Present
K Elangovan	8	12000	Present

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SHARE TRANSFER MEETINGS

13 Share Transfer committee meetings were held during the period April 1, 2012 to March 31, 2013.

They were held on 30.04.12,29.05.12,19.06.12,13.07.12, 27.08.12 ,25.09.12,11.10.12, 19.11.12, 17.12.12, 31.12.12.16.01.13, 28.01.13 and 05.03.13

The attendance record of all members in the Committee is as under:

Member	No. of Committee Mtg. Attended
Jayanty Ramakrishna Sarma	13
J S Narayana	3
K Elangovan	13

MANAGER u/s 269 of the Companies Act.:

Mr. D.Harold was appointed as Manager u/s 269 of the Companies Act 1956 for a further period of 1 year i.e.01.04.2013 to 31.03.2014.

B. Remuneration to Directors for the year 2012-2013

There is no remuneration paid to the Directors as they are all Non-Executive Independent Directors. There are no Service Contracts executed with the Directors and they have been appointed pursuant to the resolutions passed at the General Meetings.

C. Information in respect of the Director seeking reappointment at the AGM

Mr. JRK Sarma aged 55 years, has been director of the company since 2005. He is an ACS and AICWA and has over 25 years experience in Nationalised banks and Finance Companies. He is not a Director in any other Company.

III. Audit Committee:

The Audit Committee of the Board of Directors of the Company, inter alia, provides assurance to the Board on the adequacy of the internal control systems and financial disclosures.

Apart from all the matters provided in Clause 49 of the Listing Agreement and Section 292A of the Companies Act, 1956, the Committee meets Statutory Auditors periodically and discusses their findings, suggestions, internal control systems, scope of audit, observations of the Auditors and reviews accounting policies followed by the company. The Committee makes recommendation(s) to the Board on any matter relating to the financial management of the Company including Statutory Audit Reports. The Committee also recommends the appointment of the Statutory Auditors and fixation of their remuneration.

The Committee reviews with the management the quarterly, half yearly and annual financial statements before their submission to the Board.

As per SEBI regulations and Listing Agreements, a qualified and Independent Audit Committee was formed with minimum 3 Directors as members Mr.Jayanty Ramakrishna Sarma ,the Chair person, Mr.K Elangovan and Mr.JS Narayana. All the members of the Audit Committee are financially literate and have relevant financial expertise. The quorum for the Audit Committee meeting is two members with at least two independent Directors present at the meeting .No personnel were denied access to the Audit Committee.

The Audit Committee generally meets once in a quarter to inter alia review the quarterly performance and the results. The Meetings of the Audit committee were held on 29.05.12, 01.08.12,10.11.12 and 11.02.13.

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The attendance of each member of the Audit Committee meetings is given below:

Name of the Member	Category of Directorship	Audit Committee meetings attended
Mr.Jayanty Ramakrishna Sarma	Non-Executive - Independent	4
Mr.JS Narayana	Non-Executive - Independent	3
Mr.K Elangovan	Non-Executive - Independent	4

IV. Remuneration Committee:

The Company's Remuneration Committee comprises of independent and Non- Executive Directors.Mr.JRK Sarma, Mr.K Elangovan and Mr.JS Narayana. The broad terms of reference are to appraise the performance of the Manager appointed u/s 269 of the Companies Act 1956, to determine and recommend to the Board compensation payable to him, details of which are included in the Report. Mr.JRK Sarma is the Chairman of the Remuneration Committee.

V. Shareholders / Investor Grievance Committee

The Company has duly constituted a shareholders'/ Investors' Grievance Committee, which is headed by the Independent Non-Executive Director, Mr. Jayanty Ramakrishna Sarma to attend and address grievances of the shareholders / Investors as and when received. Mr. K Elangovan and Mr. JS Narayana are the other members of the committee. Mr. R Kuppu Rao is the Company Secretary and Compliance Officer of the Company.

Complaints received during the year:

Nature of Complaints Received	Cleared	Pending
Non receipt of certificates after transfer	3	Nil
Regarding cert.after Allot / bonus / rights / conv.	2	Nil
Non receipt of Annual Report	3	Nil
Procedure for transmission	1	Nil
General Queries	7	Nil
Change of address Bank Mandate/ECS &Cancel	6	Nil
Non receipt of Certificate after Stock split/Amalg./Demerger	1	Nil
Total	23	

The above information is based on the details received from the Company's Registrars M/s Integrated Enterprises India Ltd.

VI. Subsidiary Company:

The Company has no subsidiary company.

VII. Details of Annual General Meetings:

Location and time of Annual General Meetings held in last 3 years:

Year	Meeting	Location	Date	Time
2012	24th AGM	Hall of Ragas, Adyar, Chennai -20	01.08.2012	11.30 a.m
2011	23rd AGM	Hall of Ragas, Adyar, Chennai -20	28.09.2011	11.30 a.m
2010	22nd AGM	Hall of Ragas, Adyar, Chennai - 20	17.09.2010	12.05 Noon

No Special Resolutions was put through postal ballot last year nor is it proposed to be put in the current year.

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VIII. Disclosures

The Company has not entered into any transaction of a material nature with the promoters, the Directors, the management, subsidiary or relatives, etc. that may have any potential conflict with the interests of the Company. Transactions with related parties are disclosed in Note no. 19 to the accounts in the Annual Report.

The Company has complied with the requirements of the Stock Exchanges, SEBI and other Statutory authorities on all matters related to capital markets during the last three years. There were no penalties imposed nor any strictures passed on the Company by the Stock Exchanges, SEBI or any other statutory authority relating to the above.

In compliance with the SEBI (Prevention of Insider Trading) Regulations, 1992, as amended till date, on prevention of Insider Trading, the Company has a comprehensive Code of Conduct and the same is being strictly adhered to by its management, staff and relevant business associates.

Disclosure of no. of shares and convertible instruments held by Non Executive directors, as per clause 49(IV)E(iv) of the listing agreement:

Name of Non executive Director	No. of Shares held
Jayanty Ramakrishna Sarma	100
K .Elangovan	Nil
JS Narayana	950100

IX. Means of Communication

The half yearly / Quarterly results are published in the newspapers (Chennai edition) and are not being sent to each household of shareholders. The results are usually published in the "Trinity Mirror" in English and Makkal Kural in Tamil.

The company has its own Website and posts information relating to financial results on www.accl.net.in under the Corporate Filing and Dissemination System as required by SEBI. The Company does not make presentation to institutional investors or analysts.

Information relating to Management Discussion and Analysis Report forms part of the Directors' Report

X. General Shareholder information:

Annual General Meeting	:	25th Annual General Meeting
Date & Time	:	18.09.2013 at 11.00a.m.
Venue	:	" Hall of Ragas "
Book Closure Date	:	12.09.2013 to 18.09.2013 (both days inclusive).

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The Company's Financial year is based on 4 periods comprising of 3 months per period :Financial Calendar: April 1st 2013 to March 31st 2014.

Adoption of Quarterly Results for the quarter ending -

June 30th 2013
September 30th 2013
December 31st 2013
March 31st 2013

On or before

14th August 2013
14th November 2013
14th February 2014
30th May 2014

Registered & Corporate Office :

Gokul Arcade, I floor., 2 Sardar
Patel Road, Adyar, Chennai 600 020

Listing of Equity Shares on Stock Exchanges :

The Madras Stock Exchange .
Listing fees as prescribed has been paid upto
the year 2013-2014 to Madras Stock Exchange.

Applied for Restoration of Listing with
Bombay Stock Exchange. necessary Listing fees
have already been paid to them for 2013-2014
will be listed in BSE shortly.

Application for delisting at the Stock Exchanges in
Delhi, Vadodra and Calcutta is pending for approval.
Delisting has been sought as per members approval
obtained at the AGM held on 24.07.02.

Stock Exchange	Stock Code
Madras Stock Exchange	ACE
ISIN No: INE212AO1013	

Stock Price Data:

Madras Stock Exchange (MSE)-Not
quoted on any day during the year.

Registrar & Transfer Agents :

M/s Integrated Enterprises (India) Ltd
2nd floor, "Kences Towers"
1, Ramakrishna Street, North Usman Rd
T Nagar, Chennai 600 017

Share Transfer System :

A Committee of Directors comprising of Mr.Jayanty Rmakrishna Sarma,Mr.K.Elangovan and Mr.JS Narayana has been constituted to approve the transfer, transmission, dematerialization and rematerialization of shares, issue of duplicate share certificates and allied matters .The Company's Registrar M/s Integrated Enterprises India Ltd. have adequate infrastructure to process share transfers and dematerialization of shares.

Shares sent for transfer in physical form are registered by the Registrar and Share Transfer Agent within 15 days of receipt of the documents, if found in order. Shares under objection are returned within two weeks. The Share Transfer Committee meets generally once in 2 weeks to consider the transfer proposals. All requests for dematerialization of shares are processed and the confirmation is given to the respective depositories i.e., National Securities Depository Limited (NSDL) and Central Depository Services Ltd. (CDSL) within 15 days :

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Distribution of share holding as on 31.3.2013

S.No	Category	No.of share Holders	% of Holders	No. of Shares	% of Shares
01	Upto 500 Shares	30144	96.70	3596984	18.53
02	501-1000	565	1.81	465049	2.40
03	1001-2000	242	0.78	367221	1.89
04	2001-3000	93	0.30	237377	1.22
05	3001-4000	33	0.11	119122	0.61
06	4001-5000	20	0.06	93950	0.48
07	5001-10000	35	0.11	250986	1.29
08	10001 and above	42	0.13	14285978	73.58
	TOTAL	31174	100.00	19416667	100.00

Categories of share holding as on 31.3.2013

S.No	Category	No.of share Holders	% of Holders	No. of Shares	% of Shares
01	Banks	8	0.026	4250601	21.892
02	Body Corporates	197	0.632	3915643	20.166
03	Clearing Members	11	0.035	2300	0.012
04	Directors	2	0.006	950200	4.893
05	Mutual Fund	2	0.006	1000	0.005
06	NRI	92	0.295	12250	0.063
07	Resident Indian	30859	98.990	10045073	51.735
08	TRUSTS	3	0.010	239600	1.234
	TOTAL	31174	100.00	19416667	100.000

1,26,01,339 shares out of total Equity Capital of 1,94,16,667 shares are held in dematerialized form with NSDL and CDSL as on March 31, 2013 Trading in Equity shares of the company is permitted only in dematerialized form with effect from February 1998 as per notification issued by the Securities and Exchange Board of India (SEBI).

64.90 % of the Equity Share Capital has been dematerialized upto 31st March 2013.

OTHER DISCLOSURES:

MANAGER'S CERTIFICATION IN TERMS OF CLAUSE 49 OF THE LISTING AGREEMENT WITH MADRAS STOCK EXCHANGE:

I, D.Harold, Manager of Apple Credit Corporation Limited, hereby certify that:

- a) I, have reviewed financial statements and the cash flow statement for the year and that to the best of my knowledge and belief:
- these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

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- b) To the best of my knowledge and belief, no transaction entered into by the Company during the year, which is fraudulent, illegal or violative of the Company's Code of Conduct.
- c) I, accept responsibility for establishing and maintaining internal Controls for financial reporting and that I have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and I, have disclosed to the Auditors deficiencies in the design or operation of internal controls, if any of which I am aware and steps I have taken or propose to take to rectify these deficiencies.
- d) I, have indicated to the Auditors and the Audit Committee:
- i) significant changes in internal control over financial reporting during the year.
 - ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements and
 - iii) instances of significant fraud which I have become aware and the involvement therein, if any, of the management or employee having a significant role in the company's internal control system over financial reporting.

Place: Chennai

Date : 30th May 2013

D. Harold

Manager

Declaration by the Manager regarding affirmation by the Board of Directors and Senior Management Personnel of the Company to the Code of Conduct for its Directors and Senior Management:

I hereby declare as per the requirement of clause 49 of the listing agreement with the Madras Stock exchange Limited, all the Board members and the senior management personnel of the company have confirmed compliance with the code of conduct of Apple Credit corporation Ltd for its Directors and senior management , for the year ended March 31st 2013.

Place: Chennai

Date : 30th May 2013

D. Harold

Manager

AUDITORS' CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE AS PER CLAUSE 49 OF THE LISTING AGREEMENT OF THE STOCK EXCHANGES:

The Board of Directors
Apple Credit Corporation Ltd
Gokul Arcade, 2 Sardar Patel Rd,
Adyar, Chennai 600 020.

We have reviewed the implementation of Corporate Governance procedures by the Company during the year ended March 31, 2013 with the relevant records and documents maintained by the Company, furnished to us for our view and the report on Corporate Governance as approved by the Board of Directors.

On the basis of the above and according to the information and explanations given to us, in our opinion, the Company has complied in all material respects with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement with the Stock Exchanges.

For Brahmaya & Co

Chartered Accountants
Firm Regn.No.000511S

N. Srikrishna

Partner
Membership No. 26575

Place: Chennai

Date : 30.05.2013

APPLE CREDIT CORPORATION LIMITED

INDEPENDENT AUDITOR'S REPORT

To the Members of
APPLE CREDIT CORPORATION LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of Apple Credit Corporation Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2013, and the Statement of Profit and Loss and Cash Flow Statement 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.

Basis for Qualified Opinion

Attention is invited to Note No. 19 to the Financial Statements regarding preparation of the financial statements on "Going Concern" basis, while the net worth being completely eroded and registration to carry on the principal business as a Non Banking Finance Company being cancelled by the regulators, the Company is currently pursuing the realization of dues to the Company and settlement of existing Lenders. Other than this, the Company

has not been carrying on business activity, notwithstanding this, the financial statements have been prepared as that of a going concern and consequently the terminal values of various assets and liabilities have not been determined, and we are therefore unable to express our opinion whether the preparation of the financial statements on a going concern assumption is appropriate or not.

Qualified Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matters described in the Basis for Qualified Opinion Paragraph, 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 loss 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.

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.
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;
 - c) the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of accounts;
 - d) in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection(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.

For BRAHMAYYA & CO.
Chartered Accountants
Firm Regn No. 000511S

N. SRIKRISHNA
Partner

Place : Chennai
Date : 30th May 2013

Membership No.26575

The Annexure referred to in paragraph 1 of the Our Report of even date to the members of Apple Credit Corporation Limited on the accounts of the company for the year ended 31st March, 2013.

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.

(b) According to the information and explanations given to us, fixed assets have not been physically verified by the management at reasonable intervals; therefore, we are unable to comment on discrepancies, if any.

(c) In our opinion and according to the information and explanations given to us, no fixed asset has been disposed during the year and therefore does not affect the going concern assumption.

2. The company has no stock in trade; hence clause (2) to paragraph 4 of the Order is not applicable for the year under review.

3. (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 not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Consequently, the provisions of clauses iii (b), iii(c) and iii (d) of the order are not applicable to the Company.

(e) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not taken loans from companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Thus sub clauses (f) and (g) are not applicable to the company.

4. In our opinion and according to the information and explanations given to us, there is generally an adequate internal control procedure commensurate

with the size of the company and the nature of its business, for the purchase of inventories and fixed assets and payment for expenses and for sale of goods. During the course of our audit, we have not observed any major weakness in such internal control system.

5. According to the information and explanations given to us, the Company has not entered into any transactions requiring to be entered in the Register maintained in pursuance of the Section 301 of the Act.

6. The Company has not accepted any deposits from the public covered under section 58A and 58AA of the Companies Act, 1956.

7. As per information and explanations given by the management, the Company does not have an internal audit system for the year.

8. As per information and explanation given by the management, maintenance of cost records has not been prescribed by the Central Government under clause (d) of sub-section (1) of section 209 of the Act.

9. (a) According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, cess to the extent applicable and any other statutory dues have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2013 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there is no amounts payable in respect of income tax, wealth tax, service tax, sales tax, customs duty and excise duty which have not been deposited on account of any disputes.

10. The Company's accumulated losses are more than fifty per cent of its Net Worth and the Company has incurred cash loss during the financial year covered by our audit and not in the immediately preceding financial year.

APPLE CREDIT CORPORATION LIMITED

11. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders, notwithstanding its one time settlement reached and paid in relation to its lenders in the earlier years.
12. According to the information and explanations given to us, the Company has maintained proper and adequate records in respect of loans and advances granted on the basis of security by way of pledge of shares, debentures and other securities.
13. The Company is not a chit fund or a nidhi /mutual benefit fund/society. Therefore, the provision of this clause of the Companies (Auditor's Report) Order, 2003 (as amended) is not applicable to the Company.
14. According to information and explanations given to us, the Company is trading in Shares, Mutual funds and other Investments. Proper records and timely entries have been maintained in this regard and further investments specified are held in their own name.
15. According to the information and explanations given to us, the Company has not given any guarantees for loan taken by others from a bank or financial institution.
16. Based on our audit procedures and on the information given by the management, we report that the company has not raised any term loans during the year.
17. Based on the information and explanations given to us and on an overall examination of the Balance Sheet of the Company as at 31st March, 2013, we report that no funds raised on short-term basis have been used for long-term investment by the Company.
18. Based on the audit procedures performed and the information and explanations given to us by the management, we report that the Company has not made any preferential allotment of shares during the year.
19. The Company has no outstanding debentures during the period under audit.
20. The Company has not raised any money by public issue during the year.
21. Based on the audit procedures performed and the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year, nor have we been informed of such case by the management.

For BRAHMAYYA & CO.
Chartered Accountants
Firm Regn No. 000511S

N. SRIKRISHNA

Place : Chennai

Partner

Date : 30th May 2013

Membership No.26575

APPLE CREDIT CORPORATION LIMITED

BALANCE SHEET AS AT 31ST MARCH 2013

Q

25th Annual Report 2013

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PARTICULARS	Note No.	31-Mar-13		31-Mar-12	
		Rs.	Rs.	Rs.	Rs.
I. EQUITY AND LIABILITIES					
1 Shareholder's funds					
(a) Share Capital	2	19,41,66,670		19,41,66,670	
(b) Reserves and Surplus	3	(38,63,97,660)		(38,21,34,582)	
			(19,22,30,990)		(18,79,67,912)
2 Share application money pending allotment			-		-
3 Non-current liabilities					
(a) Long-term borrowings	4	9,56,16,964		9,41,16,964	
(b) Other Long term liabilities	5	6,90,85,889		7,11,66,372	
			16,47,02,853		16,52,83,336
4 Current Liabilities					
(a) Other current liabilities	6	3,12,107		3,95,851	
(b) Short term provisions	7	37,28,45,723		35,84,80,253	
			37,31,57,831		35,88,76,104
TOTAL			34,56,29,694		33,61,91,528
II ASSETS					
1 Non-current assets					
(a) Fixed assets					
(i) Tangible assets	8	11,76,233		12,05,847	
(ii) Intangible assets		-		-	
(b) Non-current investments	9	-		-	
(c) Deferred tax assets (net)					
(d) Long-term loans and advances	10	750		-	
			11,76,983		12,05,847
2 Current assets					
(a) Current investments					
(b) Inventories					
(c) Trade receivables	11	34,27,89,078		33,06,94,646	
(d) Cash and Cash equivalents	12	16,36,342		42,63,992	
(e) Short-term loans and advances	13	27,292		27,043	
(f) Other current assets					
			34,44,52,712		33,49,85,681
TOTAL			34,56,29,694		33,61,91,528
Significant Accounting Policies	1				

As per our report of even date

Brahmayya & Co

Chartered Accountants

Firm Registration Number: 000511S

For and on behalf of the Board

N.Sri Krishna

Partner

Membership No: 26575

Jayanty Ramakrishna Sarma

Director

K Elangovan

Director

Place : Chennai

Date : 30.05.2013

R Kuppu Rao

Company Secretary

APPLE CREDIT CORPORATION LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2013

	PARTICULARS	Note No.	31st March 2013		31st March 2012	
			Rs.	Rs.	Rs.	Rs.
I	Revenue from operations	14	8,689		2,80,14,872	
II	Other Income	15	99,189		1,36,67,897	
III	Total Revenue (I + II)			1,07,878		4,16,82,769
IV	Expenses					
	Employee benefits expense	16	11,64,888		11,62,715	
	Finance Costs	17	580		806	
	Depreciation and amortization expense	8	29,614		5,38,935	
	Administrative and Other Operating expense	18	31,75,874		2,63,19,820	
	Total Expense			43,70,956		2,80,22,276
V	Profit before exceptional and extraordinary items and tax (III-IV)			(42,63,078)		1,36,60,493
VI	Exceptional Items			-		
VII	Profit before extraordinary items and tax (V-VI)			(42,63,078)		1,36,60,493
VIII	Extraordinary items					
IX	Profit before tax (VII-VIII)			(42,63,078)		1,36,60,493
X	Tax expense:					
	(1) Current tax		-		-	
	(2) Deferred tax		-		-	
				-		-
XI	Profit/(Loss) for the period (IX - X)			(42,63,078)		1,36,60,493
XII	Earnings per equity share:					
	(1) Basic			(0.22)		0.70
	(2) Diluted			(0.22)		0.70
	Significant Accounting Policies	1				

As per our report of even date

Brahmayya & Co

Chartered Accountants

Firm Registration Number: 000511S

For and on behalf of the Board

N.Sri Krishna

Partner

Membership No: 26575

Jayanty Ramakrishna Sarma

Director

K Elangovan

Director

Place : Chennai

Date : 30.05.2013

R Kuppu Rao

Company Secretary

NOTES TO THE FINANCIAL STATEMENTS

1. Significant Accounting Policies:

- 1.1 Accounting Conventions & Concepts: The Company follows the historical cost convention and the Mercantile system of Accounting where the income and expenditure are recognized on accrual basis and comply with the provisions of the Companies Act, 1956 and accounts have been prepared and presented based on the Revised Schedule VI, which has become mandatory from 01st April, 2011
- 1.2 Lease Income: Lease Income is accounted on the basis of accrual of lease rentals for the year.
- 1.3 Hire Purchase Income: Hire Purchase Income is recognized on the basis of Capital Recovery Method of Hire Purchase Accounting wherein the Hire Purchase Installments are apportioned between the Principal outstanding and Interest so as to give a constant periodic return over the period of agreement.
- 1.4 Income from Sale of Assets: Income from sale of assets is recognized on the basis of sale proceeds for these assets net off relevant costs, depreciation and lease terminal adjustment.
- 1.5 Fixed Assets: Fixed Assets are valued at Cost less Depreciation. Cost includes all expenditure incurred to bring the asset into its working condition.
- 1.6 Depreciation: The Company provides depreciation under written down value method pro-rata on completed month basis at the rates specified in Schedule XIV of the Companies Act, 1956.

On the leased assets depreciation is provided as per the guidelines issued by the Institute of Chartered Accountants of India so as to depreciate the leased assets over the primary period of lease.

On certain assets eligible for 100% depreciation under Income Tax Act, 1961, the Company has continued to provide depreciation at the general rate applicable to Plant & Machinery.
- 1.7 Investments: Long Term Investments are stated at cost and provision for decline in value, other than temporary, has been made wherever necessary.
- 1.8 Stock on Hire: Stock on Hire is shown net of unmatured finance charges as reduced by securitized hire purchase receivables net of security deposit and margin. The Stock on Hire is shown net of write off for Bad and Doubtful accounts and other reductions.
- 1.9 Sundry Debtors: The Company follows the prudential norms for income recognition and provisioning for bad and doubtful debts as prescribed by the Reserve Bank of India for Non-Banking Finance Companies. Sundry Debtors are reduced by write off for Bad and Doubtful accounts.

APPLE CREDIT CORPORATION LIMITED

Notes to the Financial Statements

Note 2 - Share Capital

Particulars	As at 31st March 2013 Rs.	As at 31st March 2012 Rs.
Authorised		
5,50,00,000 Equity Shares (Previous Year 55000000 Equity Shares) of Rs. 10/- each.	55,00,00,000	55,00,00,000
25,00,000 Preference Shares (Previous Year 2500000 Preference Shares) of Rs. 100/- each.	25,00,00,000	25,00,00,000
TOTAL	80,00,00,000	80,00,00,000

Issued, Subscribed and Fully paid up

1,94,16,667 (Previous Year 19416667) Equity Shares of Rs. 10/- each	19,41,66,670	19,41,66,670
TOTAL	19,41,66,670	19,41,66,670

Subscribed Share Capital but not fully paid up

-

Reconciliation:

Opening outstanding	1,94,16,667	1,94,16,667
Issued during the year	-	-
Closing Outstanding	1,94,16,667	1,94,16,667

Shareholders having more than 5% of Shares to be disclosed separately:

Name	As at 31.03.2013		As at 31.03.2012	
	% of Holding	Number of Shares	% OF Holding	Number of Shares
INDIAN OVERSEAS BANK	9.44	18,33,334	9.44	18,33,334
KARUR VYSYA BANK	8.58	16,66,667	8.58	16,66,667
GREEN SPAN AGRO CHEM PVT LTD.,	14.68	28,50,000	14.68	28,50,000

APPLE CREDIT CORPORATION LIMITED

Notes to the Financial Statements

Note 3 - Reserves & Surplus

Particulars	As at 31st March 2013 Rs.	As at 31st March 2012 Rs.
Capital Reserve		
Balance at the beginning of the year	2,71,66,776	2,71,66,776
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	-
Balance at the end of the Year	2,71,66,776	2,71,66,776
Capital Redemption reserve		
Balance at the beginning of the year	74,00,000	74,00,000
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	-
Balance at the end of the Year	74,00,000	74,00,000
Share Premium Account		
Balance at the beginning of the year	30,83,33,340	30,83,33,340
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	-
Balance at the end of the Year	30,83,33,340	30,83,33,340
Capital Reserve on Settlement of Loans		
Balance at the beginning of the year	1,92,77,16,942	1,92,77,16,942
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	-
Balance at the end of the Year	1,92,77,16,942	1,92,77,16,942
Reserve Fund under section 45IC(1) of the Reserve Bank of India Act, 1934		
Balance at the beginning of the year	8,36,00,000	8,36,00,000
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	-
Balance at the end of the Year	8,36,00,000	8,36,00,000
General reserve		
Balance at the beginning of the year	23,49,50,000	23,49,50,000
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	-
Balance at the end of the Year	23,49,50,000	23,49,50,000
Surplus in Profit & Loss A/c		
Add: Brought forward Profit/Loss from previous year	(2,97,13,01,640)	(2,98,49,62,133)
Add: Current year Profit/Loss	(42,63,078)	1,36,60,493
Balance at the end of the Year	(2,97,55,64,718)	(2,97,13,01,640)
TOTAL	(38,63,97,660)	(38,21,34,582)

APPLE CREDIT CORPORATION LIMITED

Notes to the Financial Statements

Note 4 - Long term Borrowings

Particulars	As at 31st March 2013	As at 31st March 2012
	Rs.	Rs.
From Others		
Inter Corporate Loans	9,56,16,964	9,41,16,964
TOTAL	9,56,16,964	9,41,16,964

Note 5 - Other Non Current Liabilities

Trade Payables	6,81,73,289	7,02,47,772
Deposits - Lease Deposit	9,12,600	9,12,600
Other Advances	-	6,000
TOTAL	6,90,85,889	7,11,66,372

Note 6 - Other Current Liabilities

Trade Payables		
Creditors for Expenses	2,50,075	3,11,447
Others	62,032	84,404
TOTAL	3,12,107	3,95,851

Note 7 - Short Term Provisions

Provision for Non Performing Assets	37,28,41,134	35,84,75,664
Provision for expenses	4,589	4,589
TOTAL	37,28,45,723	35,84,80,253

Note 8 - Fixed Assets

Particulars	Gross Block				Depreciation				Net Block	
	As at 01-04-2012	Additions	Reductions	As at 31-03-2013	Upto 01-04-2012	For the Period	Reductions	As at 31-03-2013	As at 31-03-2013	As at 31-03-2012
Tangible Assets Owned Assets										
Free hold Land	10,43,220	-	-	10,43,220	-	-	-	-	10,43,220	10,43,220
Buildings	7,45,466	-	-	7,45,466	7,45,466	-	-	7,45,466	-	-
Office Equipment	25,86,299	-	2,31,734	23,54,565	24,48,784	25,069	2,31,734	22,42,119	1,12,446	1,37,515
Furniture and Fixtures	7,87,651	-	1,11,597	6,76,054	7,62,539	4,545	1,11,597	6,55,487	20,567	25,112
Vehicles	3,43,507	-	3,43,507	-	3,43,507	-	3,43,507	-	-	-
TOTAL	55,06,143	-	6,86,838	48,19,305	43,00,296	29,614	6,86,838	36,43,072	11,76,233	12,05,847
Total Previous Year	55,06,143	-	-	55,06,143	37,61,362	5,38,935	-	43,00,296	12,05,847	17,44,782

APPLE CREDIT CORPORATION LIMITED

Notes to the Financial Statements

Note 9 - Non Current Investment

Particulars	As at 31st March 2013 Rs.	As at 31st March 2012 Rs.
Equity Shares - Quoted Apple Finance Ltd. (650000 Shares of face Value Rs.10/- Each)	84,25,152	84,25,152
TOTAL (A)	84,25,152	84,25,152
Equity Shares - Unquoted Bombay Mercantile Co-operative Bank Ltd. (1666 Shares of face value Rs.30/- Each)	49,980	49,980
TOTAL (B)	49,980	49,980
Total Investments [(A)+(B)]	84,75,132	84,75,132
Less: Diminution in value of Investments	(84,75,132)	(84,75,132)
Balance	-	-
Aggregate value of Quoted Investments		
- At Cost	84,25,152	84,25,152
- At MarKet Value	10,40,000	19,43,500
Aggregate value of UnQuoted Investment		
- At Cost	49,980	49,980
Note 10 - Long term Loans and Advances		
Advance Tax (Net of Provision)	2,86,29,167	2,87,42,757
Bills Receivable	19,22,311	19,22,311
Other Advances	59,07,832	2,77,32,831
	3,64,59,310	5,83,97,899
Less: Provision	(3,64,59,310)	(5,83,97,899)
Other Deposit		
Considered Doubtful	24,05,813	24,05,063
Less : Provison for Doubtful Deposits	(24,05,063)	750
TOTAL	750	-
Note 11 - Current Assets		
Due for Less than Six Months	-	-
Due for More than Six Months		
Trade Receivables		
Considered Good	-	-
Considered Doubtful	34,27,89,078	33,06,94,646
TOTAL	34,27,89,078	33,06,94,646
Note 12 - Cash and Cash Equivalents		
Cash	7,233	5,435
Balances with Scheduled Banks (Including remittance In Transit And Cheques In Hand)		
In Current Accounts	4,22,818	42,58,557
Deposits	12,06,291	-
TOTAL	16,36,342	42,63,992
Prepaid Expenses	27,292	27,043
TOTAL	27,292	27,043

APPLE CREDIT CORPORATION LIMITED

Notes to the Financial Statements

Note 13 - Short Term loans and advances

Particulars	For the Year ended 31st March 2013	For the Year ended 31st March 2012
-------------	---------------------------------------	---------------------------------------

Note 14 - Revenue From Operations

Income from Hire Purchase	8,689	-
Bad Debts Recovered	-	42,36,250
NPA - Provisions (Reversal)	-	2,37,78,622
Profit on Sale of Assets	-	-
TOTAL	8,689	2,80,14,872

Note 15 - Other Income

Interest Income		
on Deposits	76,274	45,780
on Income Tax Refund	22,605	43,22,557
Other Operating Income	310	92,99,560
TOTAL	99,189	1,36,67,897

Note 16 - Employee Benefits Expense

Salary and other Allowances	10,52,750	10,49,250
Contribution to Provident Fund and Other Funds	96,000	96,000
Staff Welfare Expenses	16,138	17,465
TOTAL	11,64,888	11,62,715

Note 17 - Finance Charges

Bank Charges	449	806
Interest Others	131	-
TOTAL	580	806

Note 18 - Administrative and Other Operating Expense

Power and Fuel	86,626	53,849
Rent	84,303	48,950
Repairs and Maintenance		
Office	27,716	62,213
Others	160,572	1,18,860
Insurance	3,666	4,467
Rates and Taxes	-	1,425
Travelling and conveyance	2,20,409	1,57,791
Communication expenses	48,946	43,040
Bad Debts	-	2,28,12,513
Professional Fees	16,97,056	22,59,623
Meeting Expenses	6,73,567	4,21,613
Miscellaneous expenses	1,73,012	3,35,476
TOTAL	31,75,874	2,63,19,820

APPLE CREDIT CORPORATION LIMITED

Notes to the Financial Statements

19. On an application made by the Company, the Reserve Bank of India (the RBI) cancelled the registration of the Company as a Non-Banking Finance Company (NBFC). However the Company can in future carry on the business of the Hire Purchase & Lease Finance after taking the necessary approval from the RBI and hence these accounts have been prepared on the Going Concern Basis and Historical Cost Convention Method. The management is evaluating various revival proposals for the company. Hence management is of the view that it shall continue to be prepared on the assumption that the company is a going concern. Based on the advice received by the Company and in view of the brought forward losses, no provision for tax has been made during the year.
20. All the investments are in the name of the Company and are held as long term investments and provision for decline in value, other than temporary, has been considered wherever necessary.
21. Employee Benefits:

a. Provident Fund

The Employees Provident Fund and miscellaneous Provisions Act, 1952 is not applicable, since the number of employees in the company is not above the limit specified in the Act.

b. Gratuity

The Payment of Gratuity Act 1972 is not applicable, since the number of employees in the company is not above the limit specified in the Act.

c. Leave Encashment

The company does not provide Leave encashment benefits to its employees in the absence of any specific obligations.

25. Related party Transactions

Name of the Related Party and Nature of Relationship	Nature of Transaction	2012-2013 (Rs.)	2011-12 (Rs.)
Sitting Fees to Non Executive Directors	Sitting Fees	28,500	22,500

APPLE CREDIT CORPORATION LIMITED

Notes to the Financial Statements

26. Earnings Per Share:

Particulars	Year Ended 31st March 2013	Year Ended 31st March 2012
(Loss) after Tax as per Profit and Loss Account - Rs. (A)	(42,63,078)	1,36,60,493
Weighted average number of equity shares outstanding - (B)	1,94,16,667	1,94,16,667
Basic and Diluted Earnings per Share of Rs 10/- each- in Rupees (A/B)	(0.22)	0.70

27. Amounts Payable/Paid to Auditors

Amounts Paid/Payable to Auditors	Year Ended 31st March 2013	Year Ended 31st March 2012
Audit Fees		
- As Auditor	1,68,540	164,540
- Tax Audit Fees	56,180	55,150
- Others	28,090	-
TOTAL	2,52,810	220,600

28. During the current year and in the previous year, the company has not earned or incurred any income or expenditure in foreign currency.

29. Figures for the previous year have been regrouped wherever necessary.

As per our report of even date

Brahmayya & Co

Chartered Accountants

Firm Registration Number: 000511S

N.Sri Krishna

Partner

Membership No: 26575

Place : Chennai

Date : 30.05.2013

For and on behalf of the Board

Jayanty Ramakrishna Sarma

Director

K Elangovan

Director

R Kuppu Rao

Company Secretary

APPLE CREDIT CORPORATION LIMITED

ANNEXURE TO CLAUSE-32 OF THE LISTING AGREEMENT CASH FLOW STATEMENT FOR THE PERIOD ENDED 31ST MARCH, 2013

Particulars	2012 - 2013		2011 - 2012	
	Rs.	Rs.	Rs.	Rs.
A Cash Flow From Operating Activities :				
Net Profit Before Tax And Extrordinary Items		(42,63,078)		1,36,87,438
Adjustments Added For :				
Depreciation	29,614		5,38,934	
Interest Received	(98,879)	----- (69,265)	(43,68,337)	----- (38,29,403)
Operating Profit Before Working Capital Changes		(43,32,343)		98,58,035
Adjustments Reduced For :				
Trade And Other Receivables	(26,27,650)		40,49,214	
Loans And Advances (Net)	24,08,246	----- (2,19,404)	(73,47,712)	----- (32,98,498)
Cash Generated From Operations		(41,12,939)		1,31,56,533
Direct Taxes Paid		1,13,590		61,25,656
Cash Flow Before Extraordinary Items		(42,26,529)		70,30,877
Net Cash From Operating Activities		(42,26,529)		70,30,877
B Cash Flow From Investing Activities :				
Interest Received		98,879		43,68,337
Net Cash Flow from Investing Activities		98,879		43,68,337
C Cash Flow From Financing Activities				
Loan Received	15,00,000			(73,50,000)
Net Cash Flow From Financing Activities		----- 15,00,000		----- (73,50,000)
Net Increase In Cash And Cash Equivalents		(26,27,650)		40,49,214
Cash And Cash Equivalents At The Beginning of The Year		42,63,992		2,14,778
Cash And Cash Equivalents At The End Of The Year		16,36,342		42,63,992

APPLE CREDIT CORPORATION LIMITED

As per our report of even date

Brahmayya & Co

Chartered Accountants

Firm Registration Number: 000511S

For and on behalf of the Board

N.Sri Krishna

Partner

Membership No: 26575

Jayanty Ramakrishna Sarma

Director

K Elangovan

Director

Place : Chennai

Date : 30.05.2013

R Kuppu Rao

Company Secretary

AUDITOR'S CERTIFICATE

We have examined the above Cash Flow Statement of Apple Credit Corporation Limited derived from Audited Annual Financial Statement for the period ended 31st March 2013. The Statement has been prepared by the Company in accordance with the requirements of Clause 32 of the listing agreement with Stock Exchange.

Brahmayya & Co

Chartered Accountants

Firm Regn. No. : 000511S

N.Sri Krishna

Partner

Membership No: 26575

Place : Chennai

Date : 30.05.2013

