



**JM FINANCIAL OVERSEAS HOLDINGS PRIVATE
LIMITED**

Financial statements

For the year ended 31 March 2013

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED

Financial statements
For the year ended 31 March 2013

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JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED

For the year ended 31 March 2013

Corporate data

Directors:

Mr. Mohammad Yacoob Ayoob H.A Ramtoola
Mr Rajkamal Taposeea
Mr Manogaran Thamothisram
Mr Prashant Kishor Choksi

Appointed on

06 October 2008
16 January 2012
16 January 2012
13 September 2012

Company Secretary:

Minerva Fiduciary Services (Mauritius) Limited
Suite 2004, Level 2
Alexander House
35 Cybercity, Ebene
Republic of Mauritius

Registered office:

Minerva Fiduciary Services (Mauritius) Limited
Suite 2004, Level 2
Alexander House
35 Cybercity, Ebene
Republic of Mauritius

Auditors:

KPMG
KPMG Centre
31 Cybercity, Ebene
Republic of Mauritius

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED**For the year ended 31 March 2013****Directors' report**

The directors are pleased to present their report together with the audited financial statements of JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED (the "Company") for the year ended 31 March 2013.

Principal activity

The Company is registered as an investment adviser with Financial Services Commission, Mauritius and as such, inter alia, undertaking activities as investment adviser.

Financial Results and dividend

The financial results for the financial year are shown on page 7.

The directors do not recommend any dividend for the year under review (2012: NIL).

Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for the preparation and presentation of the financial statements in accordance with the requirements of the Mauritius Companies Act applicable to a company holding a Category 1 Global Business Licence, as described in note 2 to the financial statements, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

The directors have made an assessment of the Company's ability to continue as a going concern and have no reason to believe that the business will not be a going concern in the year ahead.

By order of the Board**Sd/-
Director****Date : 09 May 2013**

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED

Statement from Secretary

Under section 166 (d) of the Mauritius Companies Act

We certify that, to the best of our knowledge and belief, the Company has filed with the Registrar of Companies all such returns as are required of the Company under this Act for the year ended 31 March 2013.

Sd/-

Minerva Fiduciary Services (Mauritius) Limited

Company secretary

Date: 09 May 2013

INDEPENDENT AUDITORS' REPORT TO THE MEMBER OF JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED

Report on the Financial Statements

We have audited the financial statements of JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED (the "Company") on pages 6 to 30 which comprise the statement of financial position as at 31 March 2013 and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes, comprising a summary of significant accounting policies and other explanatory information.

This report is made solely to the Company's member, in accordance with Section 205 of the Mauritius Companies Act. Our audit work has been undertaken so that we might state to the Company's members those matters that are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's member, as a body, for our audit work, for this report, or for the opinions we have formed.

Directors' Responsibility for the Financial Statements

The directors are responsible for the preparation and presentation of these financial statements in accordance with the requirements of the Mauritius Companies Act applicable to a company holding a Category 1 Global Business Licence, as described in note 2 to the financial statements, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance 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 auditors' judgement, 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 auditors consider 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, 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.

INDEPENDENT AUDITORS' REPORT TO THE MEMBER OF JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED (CONTINUED)

Report on the Financial Statements (continued)

Opinion

In our opinion, the financial statements on pages 6 to 30 give a true and fair view of the financial position of the Company at 31 March 2013 and of its financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards and comply with the Mauritius Companies Act.

Basis of preparation

Without qualifying our opinion, we draw attention to note 2 to the financial statements, which describes the basis of accounting. These are the Company's statutory financial statements and have been prepared in accordance with the requirements of the Mauritius Companies Act applicable to a company holding a Category 1 Global Business Licence. The applicable financial reporting framework is IFRS except for the standard applicable to Consolidated and Separate Financial Statements (IAS 27).

Report on Other Legal and Regulatory Requirements

Mauritius Companies Act

We have no relationship with or interests in the Company other than in our capacity as auditors.

We have obtained all the information and explanations we have required.

In our opinion, proper accounting records have been kept by the Company as far as it appears from our examination of those records.

Sd/-
KPMG
Licensed Auditors

Sd/-
Reesan Emrith
Licensed by FRC

Ebene

Date : 09 May 2013

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED
**Statement of financial position
As at 31 March 2013**

	Note	2013 USD	2012 USD
ASSETS			
Non-current assets			
Available-for-sale investments	5 (a)	3,287,082	9,858,006
Investment in subsidiaries	6	8,961,393	300,001
Total non-current assets		12,248,475	10,158,007
Current assets			
Available-for-sale investments	5 (b)	11,250,000	-
Loans and advances receivable	7	55,755	636,851
Prepayments and receivables	8	218,544	7,480
Cash and cash equivalents		17,246	3,206,745
Total current assets		11,541,545	3,851,076
Total assets		23,790,020	14,009,083
EQUITY AND LIABILITIES			
Equity			
Share capital	9	12,000,000	7,000,000
Retained earnings		3,894,544	2,135,127
Fair value reserve		1,461,614	4,858,006
Total equity		17,356,158	13,993,133
Current liabilities			
Accruals and other payables	10	27,219	15,950
Borrowings	11	6,406,643	-
Total current liabilities		6,433,862	15,950
Total equity and liabilities		23,790,020	14,009,083

Approved by the Board on 09 May 2013 and signed on its behalf by

Sd/-

Sd/-

Director

Director

The notes on pages 10 to 30 form part of these financial statements.

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED
Statement of comprehensive income
For the year ended 31 March 2013

	Note	2013 USD	2012 USD
Revenue			
Management income		397,564	397,564
Interest income		339,403	-
Realised gain on disposal of available-for-sale investments		1,800,877	-
		2,537,844	397,564
Expenses			
Employee benefits expense		601,262	230,341
Administration fees		39,506	34,577
Audit fees		4,945	3,565
Bank charges		7,698	3,282
Directors fees		16,000	-
Management fees		28,860	47,698
Legal and professional fees		18,336	40,223
Licences		3,916	4,168
Interest expense		21,891	-
Rent		11,167	22,001
Foreign exchange loss		3	2,059
Realised loss on disposal of investments in subsidiary		24,106	-
Other expenses		-	3,341
		777,690	391,255
Profit before taxation		1,760,154	6,309
Taxation	4	(737)	(1,426)
Profit for the year		1,759,417	4,883
Other comprehensive income			
Change in fair value of available-for-sale investments		(312,013)	876,842
Release of fair value upon disposal of available-for-sale investments		(3,084,379)	-
Total comprehensive income for the year		(1,636,975)	881,725

The notes on pages 10 to 30 form part of these financial statements.

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED
**Statement of changes in equity
For the year ended 31 March 2013**

	Share capital USD	Retained earnings USD	Fair value reserve USD	Total USD
Balance as at 01 April 2011	5,000,000	2,130,244	3,981,164	11,111,408
<i>Contributions by owners</i>				
Issue of shares	2,000,000	-	-	2,000,000
<i>Total comprehensive income for the year</i>				
Profit for the year	-	4,883	-	4,883
<i>Other comprehensive income</i>				
Fair value movement	-	-	876,842	876,842
Balance as at 31 March 2012	7,000,000	2,135,127	4,858,006	13,993,133
<i>Contributions by owners</i>				
Issue of shares	5,000,000	-	-	5,000,000
<i>Total comprehensive income for the year</i>				
Profit for the year	-	1,759,417	-	1,759,417
<i>Other comprehensive income</i>				
Fair value movement	-	-	(312,013)	(312,013)
Release of fair value upon disposal of available-for-sale investments	-	-	(3,084,379)	(3,084,379)
Balance as at 31 March 2013	12,000,000	3,894,544	1,461,614	17,356,158

The notes on pages 10 to 30 form part of these financial statements.

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED
Statement of cash flows
For the year ended 31 March 2013

	2013 USD	2012 USD
Cash flows from operating activities		
Profit before taxation	1,760,154	6,309
Tax paid	-	(2,552)
Realised loss on disposal of investments in subsidiary	24,106	-
Realised gain on disposal of available-for-sale of investments	(1,800,877)	-
Interest income	(339,403)	-
Operating profit before working capital changes	(356,020)	3,757
Change in prepayments and receivables	43,341	(2,682)
Change in accruals and other payables	10,532	(95,291)
Net cash (used in)/ from operating activities	(302,147)	(94,216)
Cash flows from investing activities		
Purchase of investments in subsidiaries	(8,961,393)	(300,001)
Purchase of available-for-sale of investments	(15,250,000)	-
Proceeds from disposal of available for sale of investments	8,975,410	-
Proceeds from disposal of investments in subsidiary	275,894	-
Loan to subsidiaries	(913,274)	(636,851)
Loan repaid by subsidiaries	1,449,370	-
Interest income	129,998	-
Net cash used in investing activities	(14,293,995)	(936,852)
Cash flows from financing activities		
Proceeds from issue of shares	5,000,000	2,000,000
Change in borrowings	6,406,643	-
Net cash from financing activities	11,406,643	2,000,000
Net increase in cash and cash equivalents	(3,189,499)	968,932
Cash and cash equivalents at the beginning of the year	3,206,745	2,237,813
Cash and cash equivalents at the end of the year	17,246	3,206,745
Cash and cash equivalents consist of:		
Bank balances	17,246	3,206,745

The notes on pages 10 to 30 form part of these financial statements.

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED**Notes to the financial statements**
For the year ended 31 March 2013

1. General information

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED (the "Company") was incorporated as a private limited Company in the Republic of Mauritius on 06 October 2008. The address of the Company's registered office is c/o Minerva Fiduciary Services (Mauritius) Limited, Suite 2004, Level 2, Alexander House, 35 Cybercity, Ebene, Mauritius. The principal activities of the Company are that of investment holding and also to act as an Investment Adviser under the Investment Adviser (Restricted) Licensed on 10th February 2010.

The Company was granted a Category 1 Global Business Licence under the Financial Services Act 2007. Since the Company operates in an international environment and conducts most of its transactions in foreign currencies, it has chosen to retain the United States Dollar (USD) as its reporting currency.

2. Basis of preparation*(a) Statement of compliance*

The Company is the holder of a Category 1 Global Business Licence and has three subsidiaries. In accordance with the Fourteenth Schedule of the Mauritius Companies Act, Section 12, the Company may not prepare group financial statements as it is a wholly owned subsidiary of a company incorporated outside Mauritius and, in accordance with Section 211 of the Mauritius Companies Act, Content and form of financial statements, these financial statements present fairly the financial position, financial performance and cash flow of the Company. The basis of preparation of these financial statements complies with International Financial Reporting Standards (IFRS) and interpretations adopted by the International Accounting Standards Board (IASB), except for the standard applicable to Consolidated and Separate Financial Statements (IAS 27).

(b) Basis of measurement

The financial statements have been prepared under the historical cost basis, except for available-for-sale financial assets which are measured at fair value.

(c) Functional and presentation currency

The Company's financial statements are presented in USD, which is the Company's functional currency.

(d) Use of estimates and judgements

The preparation of financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of income and expenses during the reporting period. Actual results could differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the year in which the estimates are revised and in any future years.

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED**Notes to the financial statements**
For the year ended 31 March 2013

3. Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements, and have been applied consistently by the Company.

(a) Financial instruments*(i) Non-derivative financial assets*

The Company initially recognises loans and receivables and deposits on the date that they are originated. All other financial assets (including assets designated at fair value through profit or loss) are recognised initially on the trade date at which the Company becomes a party to the contractual provisions of the instrument.

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in transferred financial assets that is created or retained by the Company is recognised as a separate asset or liability.

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company has a legal right to offset the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

The Company has the following non-derivative financial assets: available-for-sale financial assets, investment in subsidiaries, loans and receivables and cash and cash equivalents.

Available-for-sale financial assets

Available-for-sale financial assets are non-derivative financial assets that are designated as available for sale or are not classified in any of the other categories of financial assets. Subsequent to initial recognition, they are measured at fair value and changes therein, other than impairment losses (see note 3(b)), are recognised in other comprehensive income and presented in the fair value reserve in equity. When an investment is derecognised, the gain or loss accumulated in equity is reclassified to profit or loss.

Investment in subsidiaries

Subsidiary undertakings are those entities in which the Company has an interest of more than one half of the voting rights or otherwise has power to govern the financial and operating policies. Investment in subsidiaries is shown at cost (which includes transaction costs). Where an indication of impairment exists, the recoverable amount of the investment is assessed. Where the recoverable amount of an investment in subsidiary is less than its carrying amount, the investment is written down immediately to its recoverable amount and the impairment loss is recognised as an expense in the statement of comprehensive income. On disposal of an investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the statement of comprehensive income.

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED**Notes to the financial statements**
For the year ended 31 March 2013

3. Significant accounting policies (continued)**(a) Financial instruments (continued)***(i) Non-derivative financial assets (continued)**Loans and receivables*

Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables are measured at amortised cost using the effective interest method, less any impairment losses.

Cash and cash equivalents

Cash and cash equivalents comprise of bank balances. Cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

(ii) Non-derivative financial liabilities

The Company initially recognises debt securities issued and subordinated liabilities on the date that they are originated. All other financial liabilities (including liabilities designated at fair value through profit or loss) are recognised initially on the trade date at which the Company becomes a party to the contractual provisions of the instrument.

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expire.

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company has a legal right to offset the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

The Company has the following non-derivative financial liabilities: accruals and other payables and borrowings.

Such financial liabilities are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition these financial liabilities are measured at amortised cost using the effective interest method.

*(iii) Share capital**Ordinary shares*

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED**Notes to the financial statements**
For the year ended 31 March 2013

3. Significant accounting policies (continued)**(b) Impairment***Non-derivative financial assets*

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

Objective evidence that financial assets (including equity securities) are impaired can include default or delinquency by a debtor, restructuring of an amount due to the Company on terms that the Company would not consider otherwise, indications that a debtor or issuer will enter bankruptcy, adverse changes in the payment status of borrowers or issuers in the Company, economic conditions that correlate with defaults or the disappearance of an active market for a security. In addition, for an investment in an equity security, a significant or prolonged decline in its fair value below its cost is objective evidence of impairment.

Available-for-sale financial assets

Impairment losses on available-for-sale financial assets are recognised by reclassifying the losses accumulated in the fair value reserve in equity, to profit or loss. The cumulative loss that is reclassified from equity to profit or loss is the difference between the acquisition cost, net of any principal repayment and amortisation, and the current fair value, less any impairment loss recognised previously in profit or loss. Changes in impairment provisions attributable to application of the effective interest method are reflected as a component of interest income.

If, in a subsequent period, the fair value of an impaired available-for-sale debt security increases and the increase can be related objectively to an event occurring after the impairment loss was recognised in profit or loss, then the impairment loss is reversed, with the amount of the reversal recognised in profit or loss. However, any subsequent recovery in the fair value of an impaired available-for-sale equity security is recognised in other comprehensive income.

Non-financial assets

The carrying amounts of the Company's non-financial assets other than deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill, and intangible assets that have indefinite useful lives or that are not yet available for use, the recoverable amount is estimated each year at the same time. An impairment loss is recognised if the carrying amount of an asset exceeds its estimated recoverable amount.

Notes to the financial statements
For the year ended 31 March 2013

3. Significant accounting policies (continued)**(b) Impairment (continued)***Non-financial assets (continued)*

The recoverable amount of an asset is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

(c) Related parties

For the purposes of these financial statements, parties are considered to be related to the Company if they have the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions, or vice-versa, or where the Company is subject to common control or common significant influence. Related parties may be individuals or other entities.

(d) Foreign currency transactions*(i) Functional and presentation currency*

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (the "functional currency"). The Board considers the USD as the currency that most faithfully represents the economic effects of the underlying events, transactions and conditions. The financial statements of the Company are presented USD, which is the Company's functional currency.

(ii) Transactions and balances

Transactions in foreign currencies are translated to the functional currency of the Company at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the exchange rate at that date. The foreign currency gain or loss on monetary items is the difference between amortised cost in the functional currency at the beginning of the period, adjusted for effective interest and payments during the period, and the amortised cost in foreign currency translated at the exchange rate at the end of the reporting period.

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED**Notes to the financial statements**
For the year ended 31 March 2013

3. Significant accounting policies (continued)**(d) Foreign currency transactions (continued)***(iv) Transactions and balances*

Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are retranslated to the functional currency at the exchange rate at the date that the fair value was determined. Foreign currency differences arising on retranslation are recognised in profit or loss, except for differences arising on the retranslation of available-for-sale equity instruments, which are recognised in other comprehensive income. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

(e) Taxation

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognised in profit or loss except to the extent that it relates to items recognised directly in equity or in other comprehensive income.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of prior years.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for the following temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss, and differences relating to investments in subsidiaries and jointly controlled entities to the extent that they will probably not reverse in the foreseeable future. In addition, deferred tax is not recognised for taxable temporary differences arising on the initial recognition of goodwill. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

(f) Revenue recognition

Dividend income is recognised when the right to receive payment is established. Interest income is accounted for on an accrual basis using an effective rate of interest, if there is reasonable doubt over recoverability of interest, a provision will be made. Other income is accrued on an accrual basis.

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED

Notes to the financial statements
For the year ended 31 March 2013

3. Significant accounting policies (continued)

(g) Provisions

A provision is recognised in the statement of financial position when the Company has a legal or constructive obligation as a result of a past event and it is probable that an outflow of economic benefits will be required to settle the obligation.

(h) New standards and interpretations not yet adopted

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 April 2012, and have not been applied in preparing these financial statements. None of these are expected to have significant effect on the measurement of the amounts recognised in the financial statements of the Company.

(i) New standards, interpretations and amendments to published standards

Up to the date of issue of these financial statements, the IASB has issued a number of amendments, new standards and interpretations which are not yet effective for the year ended 31 March 2013 and which have not been adopted in these financial statements.

The Company is in the process of making an assessment of what the impact of these amendments, new standards and new interpretations is expected to be in the period of initial application. So far, it has concluded that the adoption of them is unlikely to have a significant impact on the Company's results of operations and financial position.

These statements, where applicable, will be applied in the year when they are effective.

Standard/Interpretation		Effective date
IFRS 7 amendment	Disclosures – Transfers of Financial Assets	Annual periods beginning on or after 1 January 2013*
IFRS 9	Financial Instruments	Annual periods beginning on or after 1 January 2015*
IFRS 10	Consolidated Financial Statements	Annual periods beginning on or after 1 January 2013*
IFRS 11	Joint Arrangements	Annual periods beginning on or after 1 January 2013*
IFRS 12	Disclosure of Interest in Other Entities	Annual periods beginning on or after 1 January 2013*
IFRS 13	Fair Value Measurement	Annual periods beginning on or after 1 January 2013*
IAS 1 amendment	Presentation of items of other comprehensive income	Annual periods beginning on or after 1 July 2012*
IAS 12 amendment	Deferred tax: Recovery of Underlying Assets	Annual periods beginning on or after 1 January 2012*
IAS 27	Separate Financial Statements (2011)	Annual periods beginning on or after 1 January 2013*

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED**Notes to the financial statements**
For the year ended 31 March 2013

3. Significant accounting policies (continued)**(i) New standards, interpretations and amendments to published standards (continued)**

*All Standards and Interpretations will be adopted at their effective date (except for those Standards and Interpretations that are not applicable to the entity).

Improvements to International Financial Reporting Standards 2010, IFRS 1 amendment, IFRIC 14 amendment, and IFRIC 19 are not applicable to the business of the entity and will therefore have no impact on future financial statements. The directors are of the opinion that the impact of the application of the remaining Standards and Interpretations will be as follows:

IFRS 7 amendment: Disclosures – Transfers of Financial Assets

The amendments to IFRS 7 will be adopted by the Company for the first time for its financial reporting period ending 31 March 2014.

In terms of the amendments, additional disclosure will be provided regarding transfers of financial assets that are:

- not derecognised in their entirety; and
- derecognised in their entirety but for which the Company retains continuing involvement.

IFRS 9: Financial Instruments

IFRS 9 will be adopted by the Company for the first time for its financial reporting period ending 31 March 2016. The standard will be applied retrospectively, subject to transitional provisions.

IFRS 9 addresses the initial measurement and classification of financial assets and will replace the relevant sections of IAS 39.

Under IFRS 9, there are two options in respect of classification of financial assets, namely, financial assets measured at amortised cost or at fair value. Financial assets are measured at amortised cost when the business model is to hold assets in order to collect contractual cash flows and when they give rise to cash flows that are solely payments of principal and interest on the principal outstanding. All other financial assets are measured at fair value.

The standard eliminates the existing IAS 39 categories of held to maturity, available for sale and loans and receivables.

The standard requires that derivatives embedded in contracts with a host that is a financial asset within the scope of the standard are not separated; instead the hybrid financial instrument is assessed in its entirety as to whether it should be measured at amortised cost or fair value.

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED**Notes to the financial statements**
For the year ended 31 March 2013

3. Significant accounting policies (continued)**(i) New standards, interpretations and amendments to published standards (continued)***IFRS 9: Financial Instruments (continued)*

Under IFRS 9, the classification and measurement requirements of financial liabilities are the same as per IAS 39, barring the following two aspects:

- fair value changes for financial liabilities (other than financial guarantees and loan commitments) designated at fair value through profit or loss, attributable to the changes in the credit risk of the liability will be presented in other comprehensive income (OCI). The remaining change is recognised in profit or loss. However, if the requirement creates or enlarges an accounting mismatch in profit or loss, then the whole fair value change is presented in profit or loss. The determination as to whether such presentation would create or enlarge an accounting mismatch is made on initial recognition and is not subsequently reassessed.
- Under IFRS 9, derivative liabilities that are linked to and must be settled by delivery of an unquoted equity instrument whose fair value cannot be reliably measured, are measured at fair value.
- The impact on the financial statements for the Company has not yet been estimated.

IFRS 10 Consolidated Financial Statements

IFRS 10 changes the definition of control, such that the same consolidation criteria will apply to all entities. The revised definition focuses on the need to have both "power" and "variable returns" for control to be present. Power is the current ability to direct the activities that significantly influence returns. Variable returns can be positive, negative or both.

The determination of power is based on current facts and circumstances (including substantive potential voting rights) and is continuously assessed. An investor with more than half the voting rights would meet the power criteria in the absence of restrictions or other circumstances. However, an investor could have power over the investee even when it holds less than the majority of the voting rights in certain cases. IFRS 10 provides guidance on participating and protective rights, and brings the notion of "de facto" control firmly within the guidance. The standard also requires an investor with decision making rights to determine if it is acting as a principal or an agent and provides factors to consider. If an investor acts as an agent, it would not have the requisite power and, hence, would not consolidate.

The impact on the financial statements for the Company has not yet been estimated.

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED**Notes to the financial statements**
For the year ended 31 March 2013

3. Significant accounting policies (continued)**(i) New standards, interpretations and amendments to published standards (continued)***IFRS 11 Joint Arrangements*

IFRS 11 focuses on the rights and obligations of joint arrangements, rather than the legal form (as it is currently the case). It:

- distinguishes joint arrangements between joint operations and joint ventures; and
- always requires the equity method for jointly controlled entities that are now called joint ventures; they are stripped of the free choice of using the equity method or proportionate consolidation.

The impact on the financial statements for the Company has not yet been estimated.

IFRS 12 Disclosure of Involvement with Other Entities

IFRS 12 sets out the required disclosures for entities reporting under IFRS 10 and IFRS 11. The objective of IFRS 12 is to require entities to disclose information that helps financial statement readers to evaluate the nature, risks, and financial effects associated with the entity's involvement with subsidiaries, associates, joint arrangements, and unconsolidated structured entities. Specific disclosures include the significant judgments and assumptions made in determining control as well as detailed information regarding the entity's involvement with these investees.

The impact on the financial statements for the Company has not yet been estimated.

IFRS 13 Fair Value Measurement

IFRS 13 replaces the fair value measurement guidance contained in individual IFRSs with a single source of fair value measurement guidance. It defines fair value, establishes a framework for measuring fair value and sets out disclosure requirements for fair value measurements. It explains how to measure fair value when it is required or permitted by other IFRSs. It does not introduce new requirements to measure assets or liabilities at fair value, nor does it eliminate the practicability exceptions to fair value measurements that currently exist in certain standards.

IFRS 13 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, i.e. an exit price. The impact on the financial statements for the Company has not yet been estimated.

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED**Notes to the financial statements**
For the year ended 31 March 2013

3. Significant accounting policies (continued)**(i) New standards, interpretations and amendments to published standards (continued)***Amendment to IAS 1 Presentation of Financial Statements: Presentation of Items of Other Comprehensive Income*

The amendments:

- require that an entity present separately the items of other comprehensive income that would be reclassified to profit or loss in the future if certain conditions are met from those that would never be reclassified to profit or loss;
- do not change the existing option to present profit or loss and other comprehensive income in two statements; and
- change the title of the statement of comprehensive income to the statement of profit or loss and other comprehensive income. However, the entity is still allowed to use other titles.

The amendments do not address which items are presented in other comprehensive income or which items need to be reclassified. The requirements of other IFRSs continue to apply in this regard.

The impact on the financial statements for the Company has not yet been estimated.

Amendment to IAS 12 Deferred tax: Recovery of Underlying Assets

The amendment introduces an exception to the general measurement requirements of IAS 12 Income Taxes in respect of investment properties measured at fair value. The measurement of deferred tax assets and liabilities, in this limited circumstance, is based on a rebuttable presumption that the carrying amount of the investment property will be recovered entirely through sale. The presumption can be rebutted only if the investment property is depreciable and held within a business model whose objective is to consume substantially all of the asset's economic benefits over the life of the asset.

The impact on the financial statements for the Company has not yet been estimated.

Amendment to IAS 27 Consolidated and Separate Financial Statements

The standard contains accounting and disclosure requirements for investments in subsidiaries, joint ventures and associates when an entity prepares separate financial statements. The Standard requires an entity preparing separate financial statements to account for those investments at cost or in accordance with IFRS 9 Financial Instruments.

The impact on the financial statements for the Company has not yet been estimated.

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED

Notes to the financial statements
For the year ended 31 March 2013

4. Taxation

The Company is liable to pay income tax on its net income at the rate of 15% under the provision of the Income Tax Act 1995(as amended). However, it is entitled to a tax credit equivalent to the higher of the actual foreign tax suffered and 80% of the Mauritius tax payable in respect of foreign source income tax thus reducing its maximum effective tax rate to 3%.Capital gains from the sales and securities are exempted from Mauritius tax and any dividends paid by the Company to its shareholders are exempt in Mauritius from any withholding tax. Indian companies making distributions are however liable to a Dividend Distribution Tax equivalent to 16.2225% of the dividends distributed with effect from 01 April 2011. The foregoing is based on current interpretation and practice and is subject to any future changes in tax laws and in the tax treaty between India and Mauritius.

A reconciliation of the actual income tax expense based on accounting profit and the actual income tax expense is as follows:

	2013 USD	2012 USD
<i>Current tax expense</i>		
Income tax charge	737	1,426
<i>Reconciliation of effective tax</i>		
	USD	USD
Profit for the year	1,760,154	6,309
Income tax @ 15%	264,023	946
Income not subject to tax	(266,516)	-
Expenses not allowed	6,179	6,183
Deemed tax credit	(2,949)	(5,703)
Deferred tax not recognised	-	-
	737	1,426

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED
**Notes to the financial statements
For the year ended 31 March 2013**
5. Available-for-sale investment

The available-for-sale-investment consists of quoted and unquoted securities.

(a) Quoted investments (2012: Unquoted investments)

<i>Cost</i>	2013 USD	2012 USD
At beginning of the year	5,000,000	5,000,000
Disposal	(3,174,532)	-
At end of the year	1,825,468	5,000,000
<i>Fair value reserve</i>		
At beginning of the year	4,858,006	3,981,164
Movement during the year	(312,013)	876,842
Release of fair value upon disposal of investments	(3,084,379)	-
At end of the year	1,461,614	4,858,006
Net value at 31 March	3,287,082	9,858,006

Details of investments held are as follows:

<i>Name of Company</i>	2013 Number of Shares	2012 Number of Shares
Facebook Inc.	128,502 shares	Nil
Valiant Capital Partners Offshore Ltd	Nil	5,000 shares

In the year 2010, the Company had made a treasury investment of USD 5 Million in the shares of Valiant Capital Partners Offshore Ltd. ("Fund") and was accordingly allotted 5,000 participating shares of the Fund. During the current year, upon distribution of assets of the Fund, the Company received 340,249 common stock of Facebook Inc.

(b) Unquoted investments classified under current assets

<i>Cost</i>	2013 USD	2012 USD
At beginning of the year	-	-
Additions	15,250,000	-
Disposal	(4,000,000)	-
At end of the year	11,250,000	-

The above investments are in fixed coupons notes and are classified under current assets since the maturity date is within 12 months.

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED
**Notes to the financial statements
For the year ended 31 March 2013**
6. Investment in subsidiaries

The Company's investments in its subsidiaries are as below:

<i>Cost</i>	2013 USD	2012 USD
At beginning of the year	300,001	-
Additions	8,961,393	300,001
Disposal	(300,001)	-
At end of the year	8,961,393	300,001

Details of investments held are as follows:

<i>Name of Company</i>	<i>Number of shares</i>	<i>Amount In USD</i>	<i>% holding</i>	<i>Country of incorporation</i>
JM Financial International Private Limited	- (2012-300,001) Ordinary shares	-	-	Mauritius
JM Financial Singapore Pte. Ltd	4,250,000 (2012- Nil) Ordinary shares	3,395,435 (2012 – Nil)	100	Singapore
PT JM Financial Securities Indonesia	4,950 (2012 – Nil) shares	5,265,958 (2012 – Nil)	99	Indonesia
JM Financial Securities Inc.	3,000 (2012 – Nil) shares	300,000 (2012 – Nil)	100	United States of America

The subsidiary, JM Financial International Private Limited, has been wound up. In addition the Company has invested into three subsidiaries during the year.

7. Loans and advances receivable

	2013 USD	2012 USD
JM Financial Singapore Ltd	-	452,483
JM Financial International Private Limited	-	5,879
PT JM Financial Securities Indonesia	755	78,489
Advances to employee	55,000	100,000
Tot	55,755	636,851

The loans are receivable on demand and are interest free.

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED
Notes to the financial statements
For the year ended 31 March 2013
8. Prepayments and receivables

	2013 USD	2012 USD
Prepayments	8,013	6,354
Interest receivable	209,405	-
Tax receivable	1,126	1,126
	218,544	7,480

9. Share capital

	2013 USD	2012 USD
At beginning of the year	7,000,000	5,000,000
Issue of shares	5,000,000	2,000,000
At end of the year	12,000,000	7,000,000

As at 31 March 2013, the stated capital comprised of 12,000,000 (2012: 7,000,000) ordinary shares of par value USD 1 each.

10. Accruals and other payables

	2013 USD	2012 USD
Accruals	13,254	15,950
Other payables	13,228	-
Tax payable	737	-
	27,219	15,950

11. Borrowings

	2013 USD	2012 USD
At beginning of the year	-	-
Amount advanced	6,387,989	-
Interest payable	18,654	-
At end of the year	6,406,643	-

The amount represents borrowings payable to Standard Chartered Private Bank, Singapore Branch which has arisen from the purchase of the underlying fixed coupons during the year. These amounts would be repayable along with interest accrued to the date of maturity.

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED
**Notes to the financial statements
For the year ended 31 March 2013**
12. Related party transactions

The following are related party transactions and balances at year end:

	2013 USD	2012 USD
<i>Loan to subsidiaries</i>		
PT JM Financial Securities Indonesia		
At beginning of the year	78,489	-
Repayment of loan during the year	(681,915)	-
Loan advanced	604,181	78,489
At end of the year	755	78,489
JM Financial International Private Limited		
At beginning of the year	5,879	-
Amount repaid during the year	(5,879)	-
Loan advanced	-	5,879
At end of the year	-	5,879
JM Financial Singapore Ltd		
At beginning of the year	452,483	-
Amount repaid during the year	(761,576)	-
Loan advanced	309,093	452,483
At end of the year	-	452,483
TOTAL	755	536,851

The loans to subsidiaries are unsecured, interest free and repayable on demand.

Minerva Fiduciary Services (Mauritius) Limited ("the Administrator") has been appointed as from 16 January 2012 to provide administrative, registrar and secretarial services to the Company. The administration, secretarial services and other fees are paid to the Administrator by the Company in four quarters. The previous administrator, Axis Fiduciary Ltd has resigned with that effect.

Minerva Fiduciary Services (Mauritius) Limited is considered as a related party since Messrs Manogaran Thamothisram and Rajkamal Taposeea are directors of the Company and also of Minerva.

The resident directors' fees except for Mr M Y Ramtoola are included in the administration, secretarial and other fees and are not distinguished as a separate fee.

			2013 USD	2012 USD
<i>Purchase of services</i>				
<i>Minerva Fiduciary Services (Mauritius) Limited</i>	Administrator	Administration, other fees	39,506	2,125
<i>Axis Fiduciary Ltd</i>	Administrator	Administration, other fees	-	31,402

Director Remuneration

The total remuneration paid to Mr M Y Ramtoola who is a related party for the year ender review was USD 16,000 (2012 – Nil).

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED

Notes to the financial statements
For the year ended 31 March 2013

13. Financial risk management

Overview

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Company held no derivative instruments during the year ended 31 March 2013.

The Company has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital. Further quantitative disclosures are included throughout these financial statements.

Credit risk

Credit risk arises when a failure by counterparty to discharge their obligations could reduce the amount of future cash inflows from financial assets on hand at the financial position date.

The Company limits its credit risk by carrying out transactions through companies within the group. At the reporting date, there was no significant concentration of credit risk.

Liquidity risk

Liquidity risk arises when the maturity of assets and liabilities of a company do not match. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company is funded by equity and short term borrowings and has sufficient reserves, liquidity risk is deemed to be low.

The following are the Company's contractual maturities of financial liabilities:

2013	Carrying amount USD	Within one Year USD
<i>Non-derivative financial liabilities</i>		
Accruals and other payables	26,482	26,482
Borrowings	<u>6,406,643</u>	<u>6,406,643</u>

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED
**Notes to the financial statements
For the year ended 31 March 2013**
13. Financial risk management (continued)
Liquidity risk (continued)

2012	Carrying amount USD	Within one Year USD
<i>Non-derivative financial liabilities</i>		
Accruals and other payables	15,950	15,950

Currency risk

Currency risks arise when future transactions or recognised monetary assets and liabilities are dominated in a currency other than the Company's functional currency.

The Company may invest in some securities denominated in currencies other than USD. Consequently, the Company is exposed to the risk that the exchange rate of the USD relative to the relevant currencies may change in a manner which has a material effect on the reported values of the Company's assets which are denominated in those relevant currencies. As at the reporting date, the Company continued to monitor the currency risk against the functional currency.

Concentration of assets under other currencies:

Assets	2013 USD	2012 USD
SGD	3,395,435	-
IDR	5,265,958	-
	8,661,393	-

Sensitivity analysis

At 31 March 2013, if exchange rate has strengthen/weaken by 5% against the following currencies, the results would be as follows:

	Increase/ decrease in foreign exchange rates	Increase/ (decrease) in profit after tax
	2013 %	2013 USD
SGD	5	144,306/(144,306)
IDR	5	223,803/(223,803)

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED

Notes to the financial statements
For the year ended 31 March 2013

13. Financial risk management (continued)

Interest rate risk

The Company's financial assets and liabilities are fixed rate instruments and interest bearing instruments. As a result the Company is not subject to significant amounts of risk due to fluctuations in the prevailing levels of market interest rates. Interest income from cash at bank may fluctuate in amount in particular due to changes in market rates. However, this is not considered significant.

Profile

At the reporting date, the interest rate profile of the Company's interest bearing financial instruments was:

	2013 USD	2012 USD
Fixed rate instruments		
Financial assets	11,459,905	-
Financial liabilities	6,406,643	-
Variable rate instruments		
Financial assets	17,246	3,206,745
Financial liabilities	-	-

Sensitivity analysis

A change in the interest rate will not have a significant impact on the profit or loss.

Price risk

The Company's quoted investments are susceptible to price risk arising from uncertainties in future prices of the investments.

The sensitivity analysis below has been determined based on the exposure to equity price risks at the reporting date.

If prices for the quoted investments had been 5% higher/lower, the profit/ (loss) for the year 31 March 2013 would have increased/ (decreased) by USD 164,354/ (164,354).

	Available for sale investments 2013 USD	Increase / (decrease) in profit for the year 2013 USD
Prices being 5% higher / lower		
Before sensitivity analysis	3,287,082	1,760,154
After sensitivity analysis (higher / lower)	3,451,436 / 3,122,728	1,924,508 / 1,595,800
Increase / (decrease) in profit		164,354 / (164,354)

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED
Notes to the financial statements
For the year ended 31 March 2013
13. Financial risk management (continued)
Fair values

Investments are valued as stated in note 3. The Company's other assets and liabilities consist of cash and cash equivalents, loans and receivables, accruals and other payables and borrowings which are realised or settled within a short-term period.

Fair values versus carrying amounts:

The fair values of financial assets and liabilities, together with the carrying amounts shown in the statement of financial position, are as follows:

	2013	2013	2012	2012
	Carrying	Fair	Carrying	Fair
	amount	value	amount	value
	USD	USD	USD	USD
Available-for-sale investments	14,537,082	14,537,082	9,858,006	9,858,006
Investment in subsidiary	8,961,393	8,961,393	300,001	300,001
Other receivables	218,544	218,544	-	-
Cash and cash equivalents	17,246	17,246	3,206,745	3,206,745
Accruals and other payables	(26,482)	(26,482)	(15,950)	(15,950)
Borrowings	(6,406,643)	(6,406,643)	-	-

Fair value hierarchy

The table below analyses financial instruments carried at fair value, by their hierarchy. The different levels have been defined as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable input).

	Level 1	Level 2	Level 3
	USD	USD	USD
31 March 2013			
Available-for-sale investments	3,287,082	11,250,000	-
 31 March 2012			
Available-for-sale investments	9,858,006	-	-

JM FINANCIAL OVERSEAS HOLDINGS PRIVATE LIMITED

Notes to the financial statements
For the year ended 31 March 2013

14. Capital risk management

The Company's objectives when managing capital are to safeguard its ability and that of its subsidiaries to ability continue as a going concern in order to provide returns and value for its shareholder.

The Company actively and regularly reviews and manages its capital position to maintain a balance between its liability and equity level.

As at 31 March 2013, the Company has borrowings of USD 6,406,643 and the gearing ratio is 37%.

15. Holding Company

The holding company of JM Financial Overseas Holdings Private Limited is JM Financial Institutional Securities Private Limited, a company incorporated in India. Its ultimate holding Company is JM Financial Limited, a company incorporated in India.