



TRANSWARRANTY FINANCE LIMITED

TFL\SEC\05\16676\2013-14

20/05/2013

National Stock Exchange of India Ltd.,
Listing Department,
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai 400 051

Company Scrip Code - TFL

Dear Sir,

Sub: Outcome of Board Meeting on 20th May, 2013

With reference to the Board meeting held on 20/05/2013, to consider the audited financial results, we enclose herewith the followings;

- Pursuant to **Clause 41** of the Listing Agreement, we enclose a copy of the Financial Results for the year ended 31.03.2013 approved by the Board of Directors of the Company.
- Pursuant to **Clause 20(b)** of the Listing Agreement, we enclose a copy of the Financial Results for the year ended 31.03.2013.
- The Board accepted the resignation of Mr. Shridhar Hirimbi as a Company Secretary of the Company with effect from 31.05.2013.
- The Board appointed Ms. Krutika Shah as Company Secretary of the Company with effect from 01.06.2013.
- Recommended the **re-appointment of M/s Rahul Gautham Divan & Associates**, as Statutory Auditors, of the Company from the conclusion of ensuing Annual General Meeting till the conclusion of the next Annual General Meeting.

Kindly take the same on record.

Thanking you,
Yours faithfully,
For Transwarranty Finance Limited

Company Secretary

Encl. : as above

(Rs. in Lakhs)

S.No	PARTICULARS	STANDALONE						CONSOLIDATED					
		3 Months Ended			Year Ended			3 Months Ended			Year Ended		
		31/03/2013	31/12/2012	31/03/2012	31/03/2013	31/03/2012	Audited (Refer Note No.5)	31/03/2013	31/12/2012	31/03/2012	31/03/2013	31/03/2012	Audited
1	(a) Net Sales / Income from Operations (b) Other Operating Income Total Income	521.69 111.63 633.32	387.08 14.52 401.60	813.67 (26.93) 786.74	1,294.43 136.92 1,431.35	-1,805.37 520.54 2,325.91	715.66 219.20 934.86	593.63 53.78 647.41	1,051.77 (2.55) 1,049.22	2,126.47 364.52 2,490.99	2,729.08 708.67 3,437.75		
2	Expenditure												
a)	Purchase of Stock in Trade	430.51	277.11	574.13	707.62	574.13	430.51	277.11	574.13	707.62	574.13		
b)	Employees Benefits Expenses	103.18	129.40	118.69	417.60	387.16	197.48	227.92	218.83	807.49	889.66		
c)	Depreciation and Amortisation Expense	4.47	4.52	3.01	15.68	15.66	17.11	16.65	6.59	64.37	67.55		
d)	Other Expense	64.98	114.03	96.99	319.65	482.85	255.18	278.05	287.07	1,034.84	1,162.59		
	Total Expenditure	603.14	525.06	792.82	1,460.55	1,459.80	900.28	799.73	1,086.62	2,614.32	2,693.93		
3	Profit / (Loss) from Operations before Other Income, Finance Cost & Exceptional Items (1-2)	30.18	(123.46)	(6.08)	(29.20)	866.11	34.58	(152.32)	(37.40)	(123.33)	743.82		
4	Other Income	-	-	-	-	-	-	-	-	-	-		
5	Profit / (Loss) from Ordinary Activities before Finance Cost & Exceptional Items (3+4)	30.18	(123.46)	(6.08)	(29.20)	866.11	34.58	(152.32)	(37.40)	(123.33)	743.82		
6	Finance Cost	3.47	14.97	32.17	57.96	97.33	9.94	21.56	16.42	88.26	175.91		
7	Profit / (Loss) from Ordinary Activities after Finance Cost but before Exceptional Items (5-6)	26.71	(138.43)	(38.25)	(87.16)	768.78	24.64	(173.88)	(53.82)	(211.59)	567.91		
8	Exceptional Items	4.19	-	-	4.23	-	10.23	4.17	4.19	14.53	4.19		
9	Profit / (Loss) from Ordinary Activities before Tax (7 - 8)	22.52	(138.43)	(38.25)	(91.39)	768.78	14.41	(178.05)	(58.01)	(226.12)	563.72		
10	Tax Expense	-	-	-	-	-	-	-	-	-	-		
(a)	Current Tax	-	(18.13)	(11.00)	-	96.00	-	(18.13)	(11.00)	-	96.00		
(b)	Deferred Tax	(2.96)	1.02	-	(1.84)	0.36	59.95	(9.05)	(21.46)	27.10	(36.65)		
(c)	Prior Period Tax Adjustment	15.95	-	-	19.50	(0.08)	15.52	-	-	19.07	(0.08)		
	Total Tax	12.99	(17.11)	(11.00)	17.66	96.28	75.47	(27.18)	(32.46)	46.17	59.27		
11	Net Profit / (Loss) from Ordinary Activities After Tax (9 -10)	9.53	(121.32)	(27.25)	(109.05)	672.50	(61.06)	(150.87)	(25.55)	(272.29)	504.45		
12	Extraordinary Item (Net of Tax Expense Rs.)	-	-	(27.25)	(109.05)	672.50	(61.06)	(150.87)	(25.55)	(272.29)	504.45		
13	Net Profit / (Loss) For the period (11-12)	9.53	(121.32)	(27.25)	(109.05)	672.50	(61.06)	(150.87)	(25.55)	(272.29)	504.45		
14	Share of profit / (Loss) of Associates	-	-	-	-	-	-	-	-	-	-		
15	Minority Interest	-	-	-	-	-	-	-	-	-	-		
16	Net Profit / (Loss) after taxes, minority interest and share of profit/ (loss) of associates (13+14-15)	9.53	(121.32)	(27.25)	(109.05)	672.50	(61.06)	(150.87)	(25.55)	(199.58)	429.21		
17	Paid-up Equity Share Capital (Face Value of Rs.10/- per share)	2,446.06	2,446.06	2,446.06	2,446.06	2,446.06	2,446.06	2,446.06	2,446.06	2,446.06	2,446.06		
18	Reserves excluding Revaluation Reserves as per Balance Sheet of Previous Accounting Year	-	-	-	3,217.41	3,326.46	-	-	-	3,152.92	3,233.66		
19.i	Earnings Per Share (EPS) before Extraordinary items of Rs.10/- each (Not Annualised)												
(a)	Basic	0.04	(0.50)	(0.12)	(0.45)	2.88	(0.25)	(0.62)	0.11	(1.11)	2.16		
(b)	Diluted	0.04	(0.50)	(0.12)	(0.45)	2.88	(0.25)	(0.62)	0.11	(1.11)	2.16		
19.ii	Earnings Per Share (EPS) (after Extraordinary items) of Rs.10/- each (Not Annualised)												
(a)	Basic	0.04	(0.50)	(0.12)	(0.45)	2.88	(0.25)	(0.62)	0.11	(1.11)	2.16		
(b)	Diluted	0.04	(0.50)	(0.12)	(0.45)	2.88	(0.25)	(0.62)	0.11	(1.11)	2.16		
A	PARTICULARS OF SHAREHOLDING												
1	Public Shareholding:												
(a)	Number of equity shares	11,347,591	11,347,591	11,347,591	11,347,591	11,347,591	11,347,591	11,347,591	11,347,591	11,347,591	11,347,591		
(b)	Percentage of Shareholding	46.39	46.39	46.39	46.39	46.39	46.39	46.39	46.39	46.39	46.39		
2	Promoters and Promoter group share holding												
(a)	Pledged / Encumbered												
--	Number of Shares	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil		
--	Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil		
--	Percentage of Shares (as a % of the total Share Capital of the company)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil		
(b)	Non Encumbered												
--	Number of Shares	13,112,977	13,112,977	13,112,977	13,112,977	13,112,977	13,112,977	13,112,977	13,112,977	13,112,977	13,112,977		
--	Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00		
--	Percentage of Shares (as a % of the total Share Capital of the company)	53.61	53.61	53.61	53.61	53.61	53.61	53.61	53.61	53.61	53.61		

INVESTOR COMPLAINTS		3 Months Ended 31/03/2013
Particulars		
1	Pending at the beginning of the quarter	Nil
2	Received during the quarter	3
3	Disposed During the quarter	3
4	Remaining Unresolved at the end of the quarter	Nil

PARTICULARS	STANDALONE		CONSOLIDATED	
	31/03/2013 (Audited)	31/03/2012 (Audited)	31/03/2013 (Audited)	31/03/2012 (Audited)
A EQUITY AND LIABILITIES				
1 Share holders Funds				
(a) Share Capital	2,446.06	2,446.06	2,446.06	2,446.06
(b) Reserves and Surplus	3,217.41	3,326.46	3,152.92	3,233.66
(c) Money Received Against Share Warrants	-	-	-	-
Sub Total- Share Holders Fund	5,663.47	5,772.52	5,598.98	5,679.72
2 Minority Interest	-	-	612.12	686.35
3 Non Current Liabilities				
(a) Long Term Borrowings	224.41	215.00	304.48	336.78
(b) Other Long Term Liabilities	13.16	11.46	51.59	42.61
(c) Long Term Provisions	97.51	299.07	97.51	299.07
Sub Total- Non Current Liabilities	335.08	525.53	453.58	678.46
4 Current Liabilities				
(a) Short Term Borrowings	176.44	496.88	235.73	683.22
(b) Trade Payables	88.64	29.21	745.19	2,114.25
(c) Other Current Liabilities	13.24	107.53	251.94	223.90
(d) Short Term Provisions	278.32	252.09	25.99	265.04
Sub Total- Current Liabilities	556.64	885.71	1,258.85	3,286.41
TOTAL EQUITY AND LIABILITIES	6,276.87	7,183.76	7,923.53	10,330.94
B ASSETS				
1 Non-Current Assets				
(a) Fixed Assets	53.57	55.46	301.34	352.50
(b) Goodwill on Consolidation	1,414.08	1,411.22	563.91	446.58
(c) Non - Current Investments	3.15	1.31	207.79	204.92
(d) Deferred Tax Assets	3,498.24	3,338.92	3.15	30.25
(e) Long Term Loans and Advances	0.23	0.31	3,118.96	3,174.96
(f) Other Non Current Assets	4,969.27	4,807.22	0.23	0.31
Sub Total- Non Current Assets	10,038.54	10,014.42	4,195.38	4,209.52
2 Current Assets				
(a) Current Investments	-	5.62	-	5.62
(b) Trade Receivables	48.74	168.22	432.42	1,587.25
(c) Cash and Cash Equivalents	63.62	66.96	514.73	807.28
(d) Short Term Loans and Advances	1,046.07	2,024.45	2,586.45	3,609.99
(e) Other Current Assets	149.17	111.29	194.55	111.28
Sub Total- Current Assets	1,307.60	2,376.54	3,728.15	6,121.42
TOTAL - ASSETS	6,276.87	7,183.76	7,923.53	10,330.94

1. The above audited financial results were reviewed by the audit committee and were approved and taken on record by the Board of Directors at their meeting held on May 20, 2013.
2. The EPS has been computed in accordance with the Accounting Standard (AS-20) issued by the ICAI.
3. The Consolidated results have been compiled based on Accounting Standard (AS-21) issued by ICAI.
4. The Company is primarily engaged in a single segment viz. financial services and related activities and therefore the Accounting Standard (AS-17) on Segment Reporting issued by ICAI is not applicable.
5. Figures of the last quarter are balancing figures between audited figures in respect of the full year ended 31 March 2013 and the published year to date figures upto the third quarter ended 31 December 2012.
6. Figures have been regrouped and rearranged wherever necessary.



For and on behalf of the Board

Kumar Nair
Managing Director

Place : Mumbai
Date : 20-05-2013

**STATEMENT AS PER CLAUSE 20 OF THE LISTING AGREEMENT
FOR THE PERIOD ENDED 31 MARCH 2013 (Consolidated)**

		(for 12 months) 31.03.2013	(for 12 months) 31.03.2012
		(Rs. In Lacs)	
1.	Total Turnover	2,490.99	3,437.76
2.	Gross Profit :	(73.49)	807.19
	(before interest, depreciation and tax)		
	(a) Interest	88.26	175.91
	(b) Depreciation	64.37	67.55
3.	Pre-Tax Profit	(226.12)	563.73
4.	Taxation – Provision of Wealth Tax	0.00	0.00
	- Provision for Income Tax	0.00	96.00
	- Provision for Fringe Benefit Tax	0.00	0.00
	- Deferred Tax Liability	27.10	(36.65)
	- Prior Period Tax Adjustment	19.08	(0.08)
5.	Extra Ordinary Item	0.00	0.00
6.	Net Profit	(272.31)	504.45
7.	Appropriations :		
	(a) General Reserve	0.00	0.00
	(b) Investment Allowance Reserve	0.00	0.00
	(c) Debenture redemption Reserve	0.00	0.00
	(d) Any other Reserve (Reserve U/S 45 IC of RBI Act)	0.00	134.50
	(e) Dividend	0.00	122.30
	(f) Tax on Proposed Dividend	0.00	19.84
	Preference Share Dividend	0.00	0.00
	Tax on Preference Share Dividend	0.00	0.00
	(g) Bonus		
	(h) Set off against General Reserve	0.00	0.00
	(i) Set off against Revaluation Reserve	0.00	0.00
8.	Profit brought forward	354.93	(29.79)
9.	Profit carried forward	274.19	354.93
10.	Profit carried forward to Balance Sheet	(80.74)	384.72
11.	Total Paid-up capital	2,446.06	2,446.06
12.	Closure of Register of Members :		
13.	Rate of Dividend	Nil	5%
14.	Date, Time, and venue of AGM		

For Transwarranty Finance Limited



Company Secretary

Date : 20.05.2013

Place : Mumbai