

**TECHNICAL ASSOCIATES INFRAPOWER LIMITED**  
**CIN: L45208WB1984PLC216047**  
**20A, BRITISH INDIAN STREET 1ST FLOOR,**  
**KOLKATA 700069**  
**Telephone no. 033 2230 7617**  
**Email Id: [technicalassociatesinfra@gmail.com](mailto:technicalassociatesinfra@gmail.com)**  
**Website: [www.techassoinfra.com](http://www.techassoinfra.com)**

**NOTICE**

Notice is hereby given that the 31<sup>st</sup> Annual General Meeting of the members of **TECHNICAL ASSOCIATES INFRAPOWER LIMITED** will be held on Monday, September 26, 2016 at 11:00 AM at 20A, British Indian Street, 1<sup>st</sup> Floor, Kolkata-700069, West Bengal, to transact the following businesses:

**Ordinary Business**

1. To consider and adopt:
  - (a) The audited financial statement of the company for the year ended March 31, 2016, the reports of the Board of Directors and Auditors thereon; and
  - (b) The audited consolidated financial statement of the Company for the financial year ended March 31, 2016.
2. To appoint a Director in place of Shri Ramesh Kumar Saraogi (DIN- 02004902) who retires by rotation at this Annual General Meeting and being eligible has offered himself for re – appointment.
3. To ratify appointment of Auditors and fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 139 (1) and applicable provisions, if any, of the Companies Act, 2013 and rules, circulars, notifications made/issued thereunder, including any amendments, modification, variation or re-enactment thereof, the appointment of),M/s **Rajesh Kumar Gokul Chandra & Associates, Chartered Accountants**, having ICAI Firm Registration No 323891E, as the Auditor of the Company, Which has been approved at the Annual General Meeting held on 20<sup>th</sup> August 2014 for a term of 5 year i.e till the conclusion of Annual General Meeting of the Company to be held in the year 2018-19, be and is hereby ratified and to fix their remuneration.”

Place: Kolkata  
Date: 12.08.2016

By Order of the Board of Directors  
**For Technical Associates Infrapower Limited**  
Sd/-  
**Bhal Chandra Khaitan**  
(Director)

**NOTES:-**

1. **A member entitled to attend and vote at the Annual General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.**

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. The business set out in the notice will be transacted through electronic voting system and the company is providing facility for voting by electronics means. Instructions and other information relating to e-voting are given in the notice under note number 10. The company will also send communications relating to remote e-voting which *inter alia* would contain details about user ID and password along with a copy of this notice to the members, separately.
3. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
4. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
5. In case of Joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

6. Information about Directors proposed to be appointed and re-appointed at the Annual General Meeting as stipulated under sub regulation (3) of regulation 36 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, has been entered into with the Stock Exchanges.

Members may also note that the Notice of the 31<sup>st</sup> Annual General Meeting and the Annual Report for 2016 will also be available on the Company's website [www.techassoinfra.com](http://www.techassoinfra.com) for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Kolkata, West Bengal for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: [technicalassociatesinfra@gmail.com](mailto:technicalassociatesinfra@gmail.com)

The Register of Directors' and Key managerial Personnel and their shareholding maintained under Section 170 and Register of Contracts or Arrangements in which Directors are interested maintained under Section 189, respectively under the Companies Act, 2013, will be available for inspection to the members at the AGM.

7. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, during business hours up to the date of the Meeting.
8. The Company has notified closure of Register of Member and Share Transfer Books from Tuesday, September 20, 2016 to Monday, September 26, 2016 (Both Days inclusive).
9. **Members who have not registered their e-mail address so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.**

#### 10. Voting through electronic means

- i. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- ii. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- iii. The remote e-voting period commences on 23<sup>th</sup> September, 2016 (9:00 am) and ends on 25<sup>th</sup> September 2016 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 19<sup>th</sup> September, 2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- iv. The process and manner for remote e-voting are as under:
  - A. In case a Member receives an email from NSDL [for members whose email-Ids are registered with the Company/Depository Participants(s)] :
    - i) Open email and open PDF file with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
    - ii) Open the internet browser by typing the following  
URL: <https://www.evoting.nsdl.com/>
    - iii) Click on Shareholder – [Login](#)
    - iv) If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800-222-990.
    - v) If you are logging in for the first time, please enter the user ID and password provided in the PDF file attached with the e-mail as initial password.
    - vi) The Password Change Menu will appear on your screen. Change to a new password of your choice, making sure that it contains a minimum of 8 digits or characters or a combination of both. Please take utmost care to keep your password confidential.
    - vii) Once the e-voting home page opens, click on e-voting> Active Voting Cycles.

- viii) Select "EVEN" (E-Voting Event Number) of Technical Associates Infrapower Limited Now you are ready for e-voting as Cast Vote page opens.
  - ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
  - x) Upon confirmation, the message "Vote cast successfully" will be displayed.
  - xi) Once the vote on the resolution is cast, the Member shall not be allowed to change it subsequently.
  - xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [csshikshasheth@gmail.com](mailto:csshikshasheth@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
- B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :
- i) Initial password is provided in the enclosed Attendance Slip for the AGM.
  - ii) Please follow all steps from Sl. No. (ii) to Sl. No.(xii) above, to cast vote.
- C. Other Instructions:
- i) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990.
  - ii) The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 19<sup>th</sup> September, 2016. A person who is not a member as on cut off date should treat this notice for information purpose only.
  - iii) Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 19<sup>th</sup> September, 2016, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or to the Company at [technicalassociatesinfra@gmail.com](mailto:technicalassociatesinfra@gmail.com) mentioning their Folio No. / DP ID and Client ID.
  - iv) A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
  - v) A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. 19<sup>th</sup> September, 2016 only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
  - vi) **Ms. Shiksha Sheth, Practicing Company Secretary, 3AMangoe Lane, 4<sup>th</sup> Floor, Kolkata - 700001** has been appointed as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.
  - vii) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting through ballot paper with the assistance of scrutiner," for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
  - viii) The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutiner's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
  - ix) The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.techassoinfra.com](http://www.techassoinfra.com) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to The Calcutta Stock Exchange, where the shares of the company are listed.

- x) Notice of the AGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.

As and when the Board does take a decision on matters on which it has the discretion, necessary disclosures will be made to the relevant stock exchanges on which the Equity Shares are listed under the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

All the documents referred to in the accompanying Notice and Statement Annexed thereto would be available for inspection without any fees by the members at the corporate office of the Company during 10.00 AM to 1.00 PM on the any working day (Excluding Saturday & Sunday) upto the date of the meeting.

Place : Kolkata  
Date : 12.08.2016

By Order of the Board of Directors  
**For Technical Associates Infrapower Limited**  
Sd/-  
**Bhal Chandra Khaitan**  
(Director)

**TECHNICAL ASSOCIATES INFRAPOWER LIMITED**  
 CIN : L45208WB1984PLC216047  
 20A, BRITISH INDIAN STREET, 1<sup>ST</sup> FLOOR, KOLKATA 700069, WEST BENGAL  
 Telephone no. 033 2230 7617  
 Website : [www.techassoinfra.com](http://www.techassoinfra.com) Email ID: technicalassociatesinfra@gmail.com

**ATTENDANCE SLIP**

(To be handed over at the entrance of the meeting Hall)- (Annual General Meeting - 26<sup>th</sup> September, 2016)

I/We hereby record my/our presence at the Annual General Meeting of " Technical Associates Infrapower Limited" to be held at 20A, British Indian Street, 1<sup>st</sup> Floor, Kolkata 700069, West Bengal on Monday 26<sup>th</sup> Day of September, 2016 at 11.00 A.M.

Full Name of the member (IN BLOCK LETTER): \_\_\_\_\_

Folio No: \_\_\_\_\_ DP ID: \_\_\_\_\_ Client ID: \_\_\_\_\_

Full Name of proxy (IN BLOCK LETTER): \_\_\_\_\_

Member/Proxy(s) Signature: \_\_\_\_\_

(Please cut here and bring the Attendance Slip duly signed to the meeting and hand it over at the entrance Duplicate slips will not be issued at the venue of the meeting.

Form No. MGT-11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN : L45208WB1984PLC216047  
 Name of the Company : Technical Associates Infrapower Limited  
 Registered Office : 20A, British Indian Street, 1<sup>st</sup> Floor, Kolkata 700069, West Bengal  
 Name of the Members :  
 Registered Address :  
 E-mail Id :  
 Folio No./Client No. :  
 DP ID :

I/We, being the members of \_\_\_\_\_ shares of Technical Associates Infrapower Limited, hereby appoint

Name :  
 Address :  
 E-mail Id : Signature \_\_\_\_\_ or failing him/her  
 Name :  
 Address :  
 E-mail Id : Signature \_\_\_\_\_ or failing him/her  
 Name :  
 Address :  
 E-mail Id : Signature \_\_\_\_\_

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the members of the company to be held on Monday, 26<sup>th</sup> Day of September, 2016 at 20A, British Indian Street, 1<sup>st</sup> Floor, Kolkata 700069, West Bengal and at any adjournment thereof in respect of such resolutions as are indicate below:

Resolution No.	Resolutions
1	<b>Ordinary Resolutions :</b> Consider and adopt : a) Audited Financial Statement, Reports of the Board of Directors and Auditors b) Audited Consolidated Financial Statement
2	Re-appointment of Director Mr. Ramesh Kumar Saraogi, retiring by Rotation
3	Appointment of Auditors and fixing their remuneration

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2016

\_\_\_\_\_  
Signature of the Shareholder

\_\_\_\_\_  
Signature of the Proxy Holder

NOTES THIS FORM OF PROXY IN ORDER TO BE EFFECTIVE SHOULD BE DULY SUBMITTED AND DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY.  
 1 NOT LESS THAN FORTY EIGHT (48) HOURS BEFORE THE COMMENCEMENT OF THE MEETING.  
 2 FOR THE RESOLUTIONS, EXPLANATORY STATEMENTS AND NOTES, PLEASE REFER TO THE NOTICE OF THE ANNUAL GENERAL MEETING.

**TECHNICAL ASSOCIATES INFRAPOWER LIMITED**  
CIN : L45208WB1984PLC216047  
20A, BRITISH INDIAN STREET, 1<sup>ST</sup> FLOOR, KOLKATA 700069, WEST BENGAL  
Telephone no. 033 2230 7617  
Website : [www.techassoinfra.com](http://www.techassoinfra.com)  
Email ID: technicalassociatesinfra@gmail.com

**ANNEXURE TO THE NOTICE DATED 12<sup>TH</sup> AUGUST, 2016 OF THE ANNUAL GENERAL MEETING TO BE HELD ON 26<sup>TH</sup> SEPTEMBER, 2016**

1. Name and Registered Address of the Sole/First named Shareholder : CHANDRA PRABHA JAIN  
KUMAR SONS CORP., 10 MAHA LAXMI MARKET, BHAGIRATH PALACE, NEW DELHI, 110 006
2. Name of the joint Shareholder(s), if any : N.A.
3. Registered Folio No./ DP ID No./Client ID No. (\*Applicable to investors holding shares in demat form) : 98
4. Number of Share(s) held : 500

Dear Shareholder,

Subject: Process and manner for availing E-voting facility

Pursuant to Provisions of Section 108 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company is pleased to offer E-voting facility to the members to cast their votes electronically on all resolutions set forth in the Notice convening the Annual General Meeting to be held on Monday, 26<sup>th</sup> September, 2016 at 11:00 A. M. at 20A, British Indian Street, 1<sup>st</sup> Floor, Kolkata 700069, West Bengal, and at any adjournment thereof. The company has engaged the services of National Security Depository Limited (NSDL) to provide the e-voting facility. The e-voting facility is available at the link: <https://www.evoting.nsdl.com>

The Electronic Voting Particulars are set out below:

<b>EVEN (E-Voting Event Number)</b>	<b>User ID</b>	<b>Password</b>
105038	105038000098	Q2P29Mfwab

The E-voting facility will be available during the following voting period:

<b>Commencing Period of E-voting</b>	<b>End of E-voting</b>
<b>23<sup>th</sup> September, 2016 at 9.00 A.M. (IST)</b>	<b>25<sup>th</sup> September, 2016 at 5.00 P.M. (IST)</b>

Please read the instructions given in the Notes of the AGM Notice carefully before voting electronically.

These details and instructions form integral part of the Notice dated 12<sup>th</sup> August, 2016 for the Annual General Meeting to be held on 26<sup>th</sup> September, 2016.

By Order of the Board  
**For Technical Associates Infrapower Limited**  
Sd/-

Bhal Chandra Khaitan  
Director

Date: 29.08.2016  
Place: Kolkata  
Encl: AGM Notice/Attendance Slip / Proxy Form

# TECHNICAL ASSOCIATES INFRAPOWER LIMITED

CIN: L45208WB1984PLC216047

Reg. Office: 20A, British Indian Street, 1st Floor, Kolkata-700069

Email: [technicalassociatesinfra@gmail.com](mailto:technicalassociatesinfra@gmail.com)

Website: [www.techassoinfra.com](http://www.techassoinfra.com)

Phone No. (033) 2230 - 7617

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## DIRECTORS' REPORT

Dear Members,

Your Directors are pleased to present the 31<sup>st</sup> Annual Report together with the Audited Financial Statements of **Technical Associates Infrapower Limited** for the financial year ended March 31, 2016.

### FINANCIAL RESULTS

The Company's financial performance, the year ended March 31, 2016 is summarized below:

Particulars	Amount (Rs.)	
	2015-16	2014-15
Profit Before Tax	83,283	43,853
Less: Provision for Taxation	28,000	8,780
Profit after tax	55,283	35,073
Add : Balance in Profit & Loss Account	51,615	16,542
Less : <u>Appropriations</u>	-	-
Closing Balance	106,898	51,615

### RESULTS OF OPERATIONS AND THE STATE OF COMPANY'S AFFAIRS

The highlights of the Company's performance are as under:

- The company has earned a net profit of Rs. 55,283/- during the current year

The Directors are hopeful for better performance in the future. The company continues to maintain liquidity during the current financial year. The company is debt-free and maintains sufficient cash to meet the short term requirements.

### DIVIDEND

The Board of Directors do not recommend any dividend for the year.

### CONSOLIDATED FINANCIAL STATEMENT

In accordance with the Companies Act, 2013 ("the Act") and Accounting Standard (AS) -21 on Consolidated Financial Statements read with AS-23 on Accounting for Investment in Associates, the audited consolidated financial statement is provided in the Annual Report.

### TRANSFER TO RESERVE

Your Directors do not propose to transfer any amount to the general reserves.

## **MATERIAL CHANGES AND COMMITMENTS**

No material changes and commitments have occurred from the date of close of the financial year till the date of this Report, which might affect the financial position of the Company.

## **SHARE CAPITAL**

The Company's authorized Share Capital as well as paid up share capital at present stood at Rs. 2.00 Crores. The Company has issued and allotted 22,13,634 equity shares of Rs. 5/- each at a premium of Rs. 5/- each during the financial year 2015-16 on preferential basis.

## **INTERNAL FINANCIAL CONTROLS**

The company has in place adequate internal financial controls commensurate with its size, scale and complexity of its operations, The Company has policies and procedure in place to properly and efficiently conduct its business, safeguard its assets, detect frauds and errors, maintain accuracy and completeness of accounting records and prepare financial records in a timely and reliable manner. During the year, such controls were tested and no reportable material weakness in the design or operation was observed.

## **DEPOSITS**

Your company has not accepted any deposits covered under Chapter V of the Companies Act, 2013.

## **AUDITORS AND AUDITORS' REPORT**

M/s Rajesh Kumar Gokul Chandra & Associates, Chartered Accountants, having ICAI Firm Registration No 323891E, as the Auditor of the Company, Which has been approved at the Annual General Meeting held on 20th August 2014 for a term of 5 year i.e till the conclusion of Annual General Meeting of the Company to be held in the year 2018-19, be and is hereby ratified and to fix their remuneration

## **DIRECTOR AND KEY MANAGERIAL PERSONNEL**

In accordance with the provisions of the Act and the Articles of Association of the Company, Shri Ramesh Kumar Saraogi, Directors of the Company, retire by rotation at the ensuing Annual General Meeting and being eligible have offered themselves for re-appointment.

The Company has received declarations from each Independent Directors of the Company under Section 149 of the Companies Act, 2013, confirming that he/she meets the criteria of independence as prescribed both under the Act and Regulation 16 and 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## **SECRETARIAL AUDITOR**

The Board has appointed CS Shruti Agarwal (M. No. 38797, CP. No. 14602), Practising Company Secretary, to conduct Secretarial Audit for the financial year 2015-16. The Secretarial Audit Report for the financial year ended March 31, 2016 is annexed herewith marked as **Annexure I** to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.



## **DISCLOSURE:**

### **Audit Committee**

The Audit Committee comprises Independent Directors namely Shri Narendra Kumar (Chairman), Sri Palanivel Mudaliar and Sri Anoop Agarwal and other members. All the recommendations made by the Audit Committee were accepted by the Board.

### **NUMBER OF MEETINGS OF THE BOARD**

During the Financial year 2015-16, 7(Eight) meetings of the Board of Directors were held, details of which are given below:

<b>Date of the meeting</b>	<b>Board Strength</b>	<b>No. of Directors attended the meeting</b>
30.05.2015	7	5
15.06.2015	7	5
13.08.2015	7	5
09.09.2015	7	5
13.11.2015	7	5
12.02.2016	7	5
31.03.2016	7	5

### **CONTRACT AND ARRANGEMENTS WITH RELATED PARTIES**

All contracts/arrangements/transactions entered by the Company during the financial year with related parties were in ordinary course of business and on an arm's length basis. During the year, the Company had not entered into any contracts/arrangements/transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transaction.

Your Director draws attention of the member to Note 18 to the financial statement which set out related party transaction.

### **PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS**

During the year company has not granted loans or given any guarantee.

### **VIGIL MECHANISM/ WHISTLE BLOWER POLICY**

In compliance with the provisions of Section 177(9) of the Companies Act, 2013, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company has in line a Whistle Blower Policy/ Vigil mechanism for directors, employees and stakeholders for reporting genuine concerns about any instance of any irregularity or misconduct. The details of the mechanism is posted on the website of the company.

### **RISK MANAGEMENT**

During the year, the Directors have developed and implemented a Risk Management Policy for the Company for the purpose of identification of elements of risk, if any, which in the opinion of the Board may threaten the existence of the Company.

## **CONSERVATION OF ENERGY, TECHNOLOGY AND FOREIGN EXCHANGE OUTGO**

The Company not being a manufacturing company, as such has hardly any activity relating to conservation of energy and technology absorption. The Company has no foreign exchange earnings and there was no Foreign Exchange outgo.

## **EXTRACT OF ANNUAL RETURN**

Pursuant to section 92(3) of the Companies Act, 2013 ('the Act') and rule 12(1) of the Companies (Management and Administration) Rules, 2014, extract of annual return is Annexed as **Annexure II**.

## **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, the Directors confirm that:

- (a) In the preparation of the annual accounts for the year ended 31<sup>st</sup> March, 2016, the applicable accounting standards have been followed and no material departures have been made therefrom.
- (b) The directors have selected such accounting policies and applied them consistently and made judgments 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 31<sup>st</sup> March, 2016 and of the profit of the company for the year ended on that date.
- (c) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (d) The annual accounts were prepared on a 'going concern' basis.
- (e) The directors have laid down effective internal financial controls to consistently monitor the affairs of the company.
- (f) The directors had devised proper system to ensure compliance with the provisions of all applicable laws and the same are adequate and operating effectively.

## **GENERAL**

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during under review:

- i) Issue of equity shares with differential voting rights as to dividend, voting or otherwise
- ii) Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
- iii) No significant or material orders were passed by Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

Your Director further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

## **ACKNOWLEDGEMENT**

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from the financial institution, banks, Government authorities, customers, vendors and members during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives and staff.

### **Registered Office**

20A, British Indian Street  
1<sup>st</sup> Floor  
Kolkata – 700 069

**For and on behalf of the Board**

**Bhal Chandra Khaitan**

Director

(DIN: 00343007)

Dated this 30<sup>th</sup> day of May, 2016

## ANNEXURE II TO DIRECTORS' REPORT

### Form No. MGT-9 EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31<sup>st</sup> March, 2016  
of  
**TECHNICAL ASSOCIATES INFRAPOWER LIMITED**

[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

#### I. REGISTRATION AND OTHER DETAILS:

- i) CIN : L45208WB1984PLC216047
- ii) Registration Date: 29-12-1984
- iii) Name of the Company: Technical Associates Infrapower Limited
- iv) Category / Sub-Category of the Company: Company Limited by Shares / Indian Non Govt. Company
- v) Address of the Registered Office and contact details: 20A, British Indian Street, 1st Floor, Kolkata-700020
- vi) Whether listed company : Yes
- vii) Name, Address and contact details of Registrar & Transfer Agents (RTA)-  
Niche Technologies Pvt. Ltd.  
D-511 Bagree Market, 5th Floor  
71, B.R.B. Basu Road  
Kolkata – 700 001  
Tel: 033 2234-3576 2235-7270 / 7271  
Fax : 033 2215-6823

#### II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-  
NIL

#### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

SR. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1.	Dwarka Goods Pvt Ltd 101/1/2/1 B.T.Road, Kolkata-700090	U52300WB2009PTC 134769	Holding	75.00%	2(87)(ii)
2.	Avees Trading & Finance Pvt Ltd 227, AJC Bose Road, Kol-26	U51420WB1988PTC 045422	Subsidiary	77.78%	2(87)(ii)
3.	BPC Tradecom Pvt Ltd 227, AJC Bose Road, Kol-26	U51109WB1995PTC 075140	Subsidiary	76.56%	2(87)(ii)

**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**

**(i) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year %				% Chan durin the year
	Demat	Physical	Total	% of Total Shar	Demat	Physical	Total	% of Total Share	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
(a) Individual/HUF	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(b) Central Govt	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(c) State Govt (s)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(d) Bodies Corp.	NIL	1301024	1301024	72.83	3000000	NIL	3000000	75.00	2.71
(e) Banks / FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(f) Any Other....	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>Sub-total (A) (1):-</b>	<b>NIL</b>	<b>1301024</b>	<b>1301024</b>	<b>72.83</b>	<b>3000000</b>	<b>NIL</b>	<b>3000000</b>	<b>75.00</b>	<b>2.71</b>
<b>(2) Foreign</b>									
(a) NRIs - Individuals									
(b) Other – Individuals									
(c) Bodies Corp.									
(d) Banks / FI									
(e) Any Other....									
<b>Sub-total (A) (2):-</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>NIL</b>	<b>1301024</b>	<b>1301024</b>	<b>72.83</b>	<b>3000000</b>	<b>NIL</b>	<b>3000000</b>	<b>75.00</b>	<b>2.71</b>
<b>B. Non Promoters Shareholding</b>									
<b>1. Institutions</b>									
(a) Mutual Funds									
(b) Banks / FI									
(c) Central Govt									
(d) State Govt(s)									
<b>(e) Venture Capital Funds</b>									
(f) Insurance Companies									
(g) FIIs									
(h) Foreign Venture Capital Funds									
(i) Others (specify)	NA	NA	NA	NA	NA	NA	NA	NA	NA
<b>Sub-total (B)(1):-</b>									
<b>2. Non-Institutions</b>									
(a) Bodies Corp.	NIL	460912	460912	25.80	413738	458902	872640	21.82	(3.98)

(i) Indian (ii) Overseas (b) Individuals (i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	NIL	24430	24430	1.37	50	24380	24430	0.61	(0.76)
(ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	NIL	NIL	NIL	NIL	102930	NIL	102930	2.57	2.57
(c) Others (specify)	NIL	485342	485342	27.17	516718	483282	1000000	25.00	(2.17)
<b>Sub-total (B)(2):-</b> Total Non Promoters (B)=(B)(1)+(B)(2)	NA	NA	NA	NA	NA	NA	NA	NA	NA
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	NIL	1786366	1786366	100	3516718	483282	4000000	100	NIL
<b>Grand Total (A+B+C)</b>									

**(ii) Shareholding of Promoters**

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change In share holding during the year
		No. of Shares	% of total Shares of the compa ny	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Dwarka Goods Pvt Ltd	1301024	72.83	NIL	3000000	75.00	NIL	2.71
	<b>TOTAL</b>	1301024	72.83	NIL	3000000	75.00	NIL	2.71

**(iii) Change in Promoters' Shareholding-**

Sl. No.	Shareholders	Particulars	No of Shares	% of total shares of the company	Cumulative Shareholding during the year	
					No. of shares	% of total shares of the company
1	Dwarka Goods Pvt Ltd	At the beginning of the year	1301024	32.53	1301024	32.53
		Shares Alloted during the year	1698976	42.47	3000000	75.00
		At the end of the year	3000000	75.00	3000000	75.00

\* The percentage of shareholding has been calculated on the basis of post issue share capital of the company, i.e., 40,00,000 equity shares for the purpose of calculation of change in promoter's shareholding in point IV (iii).

**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

Sl. No.	Shareholders	Particulars	No of Shares	% of total shares of the company	Cumulative Shareholding during the year	
					No. of shares	% of total shares of the company
1	Mayank Securities Pvt.Ltd.	At the beginning of the year	-	-	-	-
		Shares Alloted during the year	102932	2.573	102932	2.573
		At the end of the year	102932	2.573	102932	2.573
2	Mayank Global Finance Limited	At the beginning of the year	-	-	-	-
		Shares Alloted during the year	102932	2.573	102932	2.573
		At the end of the year	102932	2.573	102932	2.573
3	Subhshree Road Carriers Private Limited	At the beginning of the year	-	-	-	-
		Shares Alloted during the year	102932	2.573	102932	2.573
		At the end of the year	102932	2.573	102932	2.573
4	Subhshree Deal Trade Private Limited	At the beginning of the year	-	-	-	-
		Shares Alloted during the year	102932	2.573	102932	2.573
		At the end of the year	102932	2.573	102932	2.573
5	Sameer Goenka	At the beginning of the year	-	-	-	-
		Shares Alloted during the year	102932	2.573	102932	2.573
		At the end of the year	102932	2.573	102932	2.573
6	Surip Dealers Pvt.Ltd.	At the beginning of the year	86640	2.166	86640	2.166
		Increase/ Decrease	-	-	-	-
		At the end of the year	86640	2.166	86640	2.166
7	JRL Marketing Pvt.Ltd.	At the beginning of the year	85000	2.125	85000	2.125
		Increase/ Decrease	-	-	-	-
		At the end of the year	85000	2.125	85000	2.125
8	Hariom Suppliers Pvt.Ltd.	At the beginning of the year	75000	1.875	75000	1.875
		Increase/ Decrease	-	-	-	-
		At the end of the year	75000	1.875	75000	1.875
9	Charisma Mercantile Pvt.Ltd.	At the beginning of the year	75000	1.875	75000	1.875
		Increase/ Decrease	-	-	-	-
		At the end of the year	75000	1.875	75000	1.875
10	Swasti Holdings Pvt.Ltd.	At the beginning of the year	71140	1.779	71140	1.779
		Increase/ Decrease	-	-	-	-
		At the end of the year	71140	1.779	71140	1.779

\* The percentage of shareholding has been calculated on the basis of post issue share capital of the company, i.e., 40,00,000 equity shares for the purpose of calculation of Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs) in point IV (iv).

**(V) Shareholding of Directors and Key Managerial Personnel: NIL**

**(VI) INDEBTEDNESS**

**Indebtedness of the Company including interest outstanding/accrued but not due for payment**

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	-	23,00,000	-	23,00,000
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	23,00,000	-	23,00,000
<b>Change in Indebtedness during the financial year</b>				
• Addition	-	1,05,000	-	1,05,000
• Reduction	-	24,05,000	-	24,05,000
<b>Net Change</b>	-	(24,05,000)	-	(24,05,000)
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	-	-	-

**(VII) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:  
Munmun Ganguli – Rs. 1,50,000/-**

**B. Remuneration to other directors: NIL**

**C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD- NIL**

**(IX) PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: None**





**SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED 31 MARCH, 2016**

[Pursuant to section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To  
The Members  
Technical Associates Infrapower Limited  
20A, British Indian Street  
1<sup>st</sup> Floor  
Kolkata – 700 069  
West Bengal

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Technical Associates Infrapower Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31 March 2016 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31 March, 2016 according to the provisions of:

- i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;  
**(Not applicable to the Company during the Audit Period);**
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): —
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;  
**(Not applicable to the Company during the Audit Period);**
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 notified on 28 October 2014; **(Not applicable to the Company during the Audit Period)**



- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the Audit Period)**
- f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not applicable to the Company during the Audit Period);** and
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not applicable to the Company during the Audit Period).**

I have also examined compliance with the applicable clauses of the following:

- i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii) The Listing Agreements entered into by the Company with Calcutta Stock Exchange.

During the period under review the Company has not been able to appoint the Wholetime Company Secretary. However I was informed by the management that necessary steps have already been taken in this regard, apart from this the company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

**I further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

**I further report that** there are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Place : Kolkata  
Date : 30.05.2016



**SHRUTI AGARWAL**  
**Practicing Company Secretary**  
C.P. No- 14602  
Mem. No- 38797

**RAJESH KUMAR GOKUL CHANDRA & ASSOCIATES**  
**CHARTERED ACCOUNTANTS**  
**38/48, Adya Nath Saha Road, Room No. 10**  
**2nd Floor, Kolkata - 700 048**  
**PHONE : (033) 25343526 / Mobile : 09331784007**

**INDEPENDENT AUDITOR'S REPORT**

**TO THE MEMBERS OF TECHNICAL ASSOCIATES INFRAPOWER LIMITED**

**Report on the Standalone Financial Statements**

We have audited the accompanying standalone financial statements of **TECHNICAL ASSOCIATES INFRAPOWER LIMITED** ("the company") which comprise the Balance Sheet as at 31<sup>st</sup> March, 2016, the Statement of Profit and Loss for the year then ended, Cash Flow statement and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibilities also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of assets of the Company and for preventing and detecting frauds and other irregularities; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, 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 have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and rules made thereunder.

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 but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. 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.

**RAJESH KUMAR GOKUL CHANDRA & ASSOCIATES**  
**CHARTERED ACCOUNTANTS**  
**38/48, Adya Nath Saha Road, Room No. 10**  
**2nd Floor, Kolkata - 700 048**  
**PHONE : (033) 25343526 / Mobile : 09331784007**

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us, 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, 2016;
- b) in the case of the Statement of Profit and Loss, of Profit for the year ended on that date.
- C) in the case of Cash Flow Statement, of its cash flow for the year ended on that that.

**Report on Other Legal and Regulatory Requirements**

- 1 As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2016, we give in the 'Annexure-A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2 As required by section 143(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, and the Statement of Profit and Loss and Cash flow statement dealt with by this Report are in agreement with the books of account;
  - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e) on the basis of written representations received from the directors as on March 31, 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016, from being appointed as a director in terms of Section 164(2) of the Companies Act, 2013.
  - f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in 'Annexure B'; and
  - g) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014: :
    - (i) The Company does not have any pending litigations which would impact its financial position.
    - (ii) The Company did not have any long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise.
    - (iii) there are no amounts that are due to be transferred to the Investor Education and Protection Fund by the Company

**For Rajesh Kumar Gokul Chandra & Associates**  
**Chartered Accountants**  
**Firm Registration No. 323891E**

**Rajesh Kumar Agarwal**  
**(Partner)**  
**Membership No. 058769**  
**Kolkata, 30th day of May, 2016**

**RAJESH KUMAR GOKUL CHANDRA & ASSOCIATES**

**CHARTERED ACCOUNTANTS**

**38/48, Adya Nath Saha Road, Room No. 10**

**2nd Floor, Kolkata - 700 048**

**PHONE : (033) 25343526 / Mobile : 09331784007**

***Annexure- A***

**ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT**

The Annexure referred to in paragraph 1 under the "Report on other Legal and Regulatory requirements" our report to the members of **TECHNICAL ASSOCIATES INFRAPOWER LIMITED** ('the Company') on the financial statement for the year ended 31<sup>st</sup> March, 2016, we report that :

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:

- (i) Based on the audit procedures applied by us and according to the information and explanations provided by the management, we are of the opinion that , sub clause(a) (b) & (c) of clause (i) of the order is not applicable since company have no Fixed Assets during the year.
- (ii) Based on the audit procedures applied by us and according to the information and explanations provided by the management, we are of the opinion that , this clause (ii) of the order is not applicable since company have no inventories during the year.
- (iii) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act 2013. Accordingly, the provisions of clause (iii) (a) to (c) of the Order are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.
- (v) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- (vi) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- (vii) (a) According to the information and explanations given to us and records examined by us, the company is generally depositing with appropriate authorities undisputed statutory dues including provident fund, investors education and protection fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, custom duty, excise duty, cess and any other statutory dues wherever applicable. According to the information and explanations given to us, no undisputed arrears of statutory dues were outstanding as at 31st March,2016 for a period of more than six months from the date they became payable;
- (b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.

**RAJESH KUMAR GOKUL CHANDRA & ASSOCIATES**

**CHARTERED ACCOUNTANTS**

**38/48, Adya Nath Saha Road, Room No. 10**

**2nd Floor, Kolkata - 700 048**

**PHONE : (033) 25343526 / Mobile : 09331784007**

***Annexure- A***

- (ix) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause (ix) of the Order are not applicable to the Company.
  
- (x) Based upon the audit procedures performed by us for expressing our opinion on these financial statements and information and explanations given by the management, we report that no fraud on or by the company has been noticed or reported during the year.
  
- (xi) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandate by the provisions of section 197 read with Schedule V to the Companies Act 2013.
  
- (xii) The Paragraph 3(xii) of the order is not applicable since the Company is not the Nidhi Company.
  
- xiii) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
  
- xiv) Based on the information and explanations given to us by the management, the Company has raised fund through preferential allotment or private placement of shares during the year in compliance with the section 42 of the Companies Act 2013. Further the fund raised through preferential allotment has been utilised for the purpose for which the fund were raised. The company has not made preferential allotment or private placement of fully or partly convertible debenture during the period under review.
  
- xv) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of paragraph 3 (xv) of the Order are not applicable to the Company.
  
- xvi) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of paragraph 3 (xvi) of the Order are not applicable to the Company.

**For Rajesh Kumar Gokul Chandra & Associates**

**Chartered Accountants**

**Firm Registration No. 323891E**

**Rajesh Kumar Agarwal**

**(Partner)**

**Membership No. 058769**

**Kolkata, 30th day of May, 2016**

**RAJESH KUMAR GOKUL CHANDRA & ASSOCIATES**  
**CHARTERED ACCOUNTANTS**  
**38/48, Adya Nath Saha Road, Room No. 10**  
**2nd Floor, Kolkata - 700 048**  
**PHONE : (033) 25343526 / Mobile : 09331784007**

***Annexure-B***

**Report on the Internal Financial Controls under clause (i) of sub-section 3 of the Companies Act, 2013 ('the Act')**

We have audited the internal financial controls over financial reporting of **TECHNICAL ASSOCIATES INFRAPOWER LIMITED** ("the company") as of 31st March, 2016 in conjunction with our audit of standalone financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013

**Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the 'Guidance Note') and the Standards on Auditing, issued by ICAI and deemed to be prescribed under the Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the frequency of the internal financial controls system over financial reporting and their effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of our audit opinion on the Company's internal financial control system over financial reporting.

# **RAJESH KUMAR GOKUL CHANDRA & ASSOCIATES**

**CHARTERED ACCOUNTANTS**

**38/48, Adya Nath Saha Road, Room No. 10**

**2nd Floor, Kolkata - 700 048**

**PHONE : (033) 25343526 / Mobile : 09331784007**

## **Meaning of Internal Financial Controls over Financial Reporting**

A Company's internal financial controls over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial controls over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable details, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of the management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of company's assets that could have a material effect on the financial statements.

## **Inherent Limitations of Internal Controls over Financial Reporting**

Because of inherent limitations of internal controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## **Opinion**

In our opinion, the company has, in all material respects, an adequate financial controls system over financial reporting and such internal financial controls system over financial reporting were operating effectively as at 31<sup>st</sup> March 2016, based on the internal financial control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For Rajesh Kumar Gokul Chandra & Associates**

**Chartered Accountants**

**Firm Registration No. 323891E**

**Rajesh Kumar Agarwal**

**(Partner)**

**Membership No. 058769**

**Kolkata, 30th day of May, 2016**



**TECHNICAL ASSOCIATES INFRAPOWER LIMITED**  
20A, BRITISH INDIAN STREET, 1ST FLOOR  
KOLKATA - 700 069

Audited  
Balance Sheet

And  
Statement of Profit & Loss  
For the year ended on 31st March, 2016

**AUDITORS**  
**RAJESH KUMAR GOKUL CHANDRA & ASSOCIATES**  
38/48, Adya Nath Saha Road, Room No-10  
2nd Floor, Kolkata-700048  
PHONE : (033) 25343526 / Mobile : 09331784007

**TECHNICAL ASSOCIATES INFRAPOWER LIMITED**

**Balance Sheet as at 31st March, 2016**

Particulars	Note No.	As at 31st March, 2016	As at 31st March, 2015
<b><u>EQUITY AND LIABILITIES</u></b>			
<b>Shareholders' funds</b>			
(a) Share capital	2	20,000,000	8,931,830
(b) Reserves and surplus	3	11,175,068	51,615
<b>Non-Current liabilities</b>			
(a) Long Term Borrowings	4	-	2,300,000
<b>Current liabilities</b>			
(a) Other current liabilities	5	52,919	21,236
(b) Short-term provisions	6	168,332	140,332
<b>TOTAL</b>		<b>31,396,319</b>	<b>11,445,013</b>
<b><u>ASSETS</u></b>			
<b>Non-current assets</b>			
(a) Non-current investments	7	16,038,550	11,242,850
<b>Current assets</b>			
(a) Current investments	8	15,199,999	-
(b) Cash and cash equivalents	9	144,586	197,950
© Short Term Loans & Advances	10	8,970	-
(d) Other Current Assets	11	4,213	4,213
<b>TOTAL</b>		<b>31,396,319</b>	<b>11,445,013</b>

**Significant Accounting Policies**

See accompanying Notes to the Financial Statements

1-23

*As per our Report of even date*

*For and on behalf of the Board*

**For Rajesh Kumar Gokul Chandra & Associates**

*Chartered Accountants.  
Firm Reg. No.: 323891E*

**Munmun Ganguli**  
(Whole Time Director)  
(DIN :02283480)

**Rajesh Kumar Agarwal**  
(Partner)

*Membership No. :058769  
Dated this 30th day of May 2016*

**Bhal Chandra Khaitan**  
(Director)  
(DIN :00343007)

**Ramesh Kumar Saraogi**  
(Director)  
(DIN :02004902)

**TECHNICAL ASSOCIATES INFRAPOWER LIMITED**

**Statement of Profit & Loss For the year ended 31.03.2016**

Particulars	Note No.	As at 31st March, 2016	As at 31st March, 2015
<b><u>Income:</u></b>			
Other income	12	706,287	499,232
<b>Total Revenue</b>		706,287	499,232
<b><u>Expenses:</u></b>			
Employee benefits expenses	13	210,000	-
Financial Costs	14	90,082	-
Other expenses	15	322,922	455,379
<b>Total Expenses</b>		623,004	455,379
<b>Profit before tax</b>		83,283	43,853
Tax expense:			
(1) Current tax		28,000	8,780
<b>Profit for the year</b>		55,283	35,073
Earnings per equity share:	16		
(1) Basic		0.03	0.04
(2) Diluted		0.03	0.04

**Significant Accounting Policies**  
See accompanying Notes to the Financial Statements

1-23

*As per our Report of even date*

*For and on behalf of the Board*

**For Rajesh Kumar Gokul Chandra & Associates**  
Chartered Accountants.  
Firm Reg. No.: 323891E

**Munmun Ganguli**  
(Whole Time Director)  
(DIN :02283480)

**Rajesh Kumar Agarwal**  
(Partner)  
Membership No. :058769  
Dated this 30th day of May 2016

**Bhal Chandra Khaitan**  
(Director)  
(DIN :00343007)

**Ramesh Kumar Saraogi**  
(Director)  
(DIN :02004902)

**TECHNICAL ASSOCIATES INFRAPOWER LIMITED**

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2016**

PARTICULARS	31.03.2016		31.03.2015	
		Rs.		Rs.
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>				
Net Profit / Loss after Tax		55,283		35,073
<b>ADJUSTMENT FOR:</b>				
Depreciation	-		-	
Provision for Income Tax	28,000		8,780	
Provision for Deferred Tax	-		-	
Interest Paid	90,082	118,082	-	8,780
<b>OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES</b>		173,365		43,853
<b>ADJUSTMENT FOR:</b>				
Trade and Other Receivable	-		-	
Inventories	-		-	
Other current assets	-		-	
Trade and Other Payables	31,683	31,683	15,618	15,618
<b>CASH GENERATED FROM OPERATIONS</b>		205,048		59,471
<b>CASH FLOW BEFORE EXTRA ORDINARY ITEMS</b>		205,048		59,471
<b>NET CASH FROM OPERATING ACTIVITIES BEFORE TAXES PAID</b>		205,048		59,471
Direct Taxes Paid	8,360	8,360		-
<b>NET CASH FROM OPERATING ACTIVITIES</b>		196,688		59,471
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>				
Acquisition of Non-current investment	(4,795,700)		(2,080,000)	
Acquisition of Current investment	(15,199,999)		-	
Movements Loans and Advances	(610)		1,478,292	
Sale of Fixed Assets	-		-	
Sale of Investment	-		-	
Interest Received	-	(19,996,309)	-	(601,708)
<b>NET CASH USED IN INVESTING ACTIVITIES</b>		(19,996,309)		(601,708)
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>				
Proceeds from issuance of share capital	22,136,340			
Repayments of Long Term Borrowings	(2,300,000)		-	
Interest paid	(90,082)	19,746,258	-	-
<b>NET CASH USED IN FINANCING ACTIVITIES</b>		19,746,258		-
<b>D. NET (DECREASE) IN CASH &amp; CASH EQUIVALENT (A+B+C)</b>		(53,364)		(542,237)

**TECHNICAL ASSOCIATES INFRAPOWER LIMITED**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2016**

PARTICULARS	31.03.2016		31.03.2015	
	Rs.		Rs.	
<b>NET (DECREASE) IN CASH AND CASH EQUIVALENTS</b>				
CASH AND CASH EQUIVALENTS AS AT 1-04-2015	197,950		740,187	
LESS: CASH AND CASH EQUIVALENTS AS AT 31-03-2016	144,586		197,950	
		<b>(53,364)</b>		<b>(542,237)</b>

**Note:-**

i) Figures in brackets represents cash outflow from respective activities.

ii) The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard - 3 on Cash Flow Statement notified under the Companies (Accounting Standard) Rules, 2006.

iii) Previous year figures have been regrouped/rearranged wherever found necessary to make them comparable with those of the current year.

iv) Cash & Cash Equivalents at the end of the year consist of:-

	<u>As at 31/03/2016</u>	<u>As at 31/03/2015</u>
a) Cash In Hand	2,576	47,936
b) Balance with Scheduled Banks :- In Current Accounts	142,010	150,014

The Schedules Referred to above Form an integral Part of the Balance Sheet referred

**As per our Report of even date**

**For and on behalf of the Board**

**For Rajesh Kumar Gokul Chandra & Associates**

Chartered Accountants.  
Firm Reg. No.: 323891E

**Munmun Ganguli**  
(Whole Time Director)  
(DIN :02283480)

**Rajesh Kumar Agarwal**

(Partner)  
Membership No. :058769  
Dated this 30th day of May 2016

**Bhal Chandra Khaitan**  
(Director)  
(DIN :00343007)

**Ramesh Kumar Saraogi**  
(Director)  
(DIN :02004902)

# TECHNICAL ASSOCIATES INFRAPOWER LIMITED

## NOTES ON FINANCIAL STATEMENTS

### NOTE -1

#### **SIGNIFICANT ACCOUNTING POLICIES**

**a) *Basis of preparation of financial statements***

These financial statements have been prepared to comply with Generally Accepted Accounting Principles India (Indian GAAP), including the Accounting Standards notified under the relevant provisions of the Companies Act 2013.

The financial statements are prepared on accrual basis under the historical cost convention method.

**b) *Use of Estimates***

The preparation of financial statements in conformity with Indian GAAP requires judgement, estimates and assumption to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognised in the period in which the results are known/materialised.

**c) *Recognition of Income & Expenditure***

Income and Expenditure are accounted for on accrual basis.

**d) *Taxation***

Provision of Income Tax is made after considering exemption and deductions available at the rates applicable under the Income tax Act, 1961.

**e) *Investment***

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long term. Current investments are stated at lower of Cost or market value, determined on individual investment basis. Long term investments are carried at cost. Temporary diminution in the value of investments meant to be held for long term purposes is not recognized.

**TECHNICAL ASSOCIATES INFRAPOWER LIMITED**

**NOTES ON FINANCIAL STATEMENTS**

**NOTE 2**

<b><u>Share Capital</u></b>	<b>As at 31st March,2016</b>	<b>As at 31st March,2015</b>
<b><u>Authorised</u></b>		
40,00,000 (40,00,000) Equity Shares of ` Rs. 5 each	20,000,000	20,000,000
<b><u>Issued, Subscribed &amp; Paid up</u></b>		
40,00,000 (17,86,366) Equity Shares of `Rs. 5 each	20,000,000	8,931,830
<b>Total</b>	<b>20,000,000</b>	<b>8,931,830</b>

**2.1**

All the equity shares carry equal rights and obligations including for dividend and with respect to voting.

**2.2**

The reconciliation of the Number of Shares Outstanding and the amount of Share Capital.:

<b><u>Particulars</u></b>	<b>Eq. Shares(31.03.2016)</b>		<b>Eq. Shares(31.03.2015)</b>	
	<b>Number</b>	<b>Amount</b>	<b>Number</b>	<b>Amount</b>
Shares outstanding at the beginning of the year	1,786,366	8,931,830	1,786,366	8,931,830
Shares Issued during the year	2,213,634	11,068,170	-	-
Shares outstanding at the end of the year	<b>4,000,000</b>	<b>20,000,000</b>	<b>1,786,366</b>	<b>8,931,830</b>

**2.3**

The details of Shareholders holding more than 5% shares as at March 31, 2016 and March 31, 2015 :

<b>SR NO</b>	<b><u>Name of Shareholder</u></b>	<b>As at 31st March,2016</b>		<b>As at 31st March,2015</b>	
		<b>No. of Shares held</b>	<b>% of Holding</b>	<b>No. of Shares held</b>	<b>% of Holding</b>
1	Dwarka Goods Pvt Ltd(Holding Company)	3,000,000	75.00%	1,301,024	72.83%

**2.4**

The Company has not issued any securities convertible into equity / preference shares.

**2.5**

During any of the last five years from the year ended 31st March,2016

No shares were allotted as fully paid up pursuant to contract(s) without payment being received in cash

No shares were allotted as fully paid up by way of bonus shares.

No shares were bought back.

Each holder of equity shares is entitled to one vote per share.

**TECHNICAL ASSOCIATES INFRAPOWER LIMITED**

**NOTES ON FINANCIAL STATEMENTS**

**NOTE 3**

<b><u>Reserves &amp; Surplus</u></b>	<b>As at 31st March,2016</b>	<b>As at 31st March,2015</b>
<b><u>Security Premium Account</u></b>		
Opening Balance	-	-
Add: Addition During the year	11,068,170	-
Closing Balance	11,068,170	-
<b><u>Surplus</u></b>		
Opening balance	51,615	16,542
Add : Net Profit for the current year	55,283	35,073
Closing Balance	106,898	51,615
<b>Total</b>	<b>11,175,068</b>	<b>51,615</b>

**NOTE 4**

<b><u>Long Term Borrowings</u></b>	<b>As at 31st March,2016</b>	<b>As at 31st March,2015</b>
<b><u>Related Party Holding Company</u></b>		
Dwarka Goods Pvt Ltd	-	2,300,000
<b>Total</b>	<b>-</b>	<b>2,300,000</b>

**NOTE 5**

<b><u>Other Current Liabilities</u></b>	<b>As at 31st March,2016</b>	<b>As at 31st March,2015</b>
<b><u>Other Payables</u></b>		
Audit fees payable	17,175	11,236
TDS payable	-	10,000
Other Expense Payable	35,744	-
<b>Total</b>	<b>52,919</b>	<b>21,236</b>

**NOTE 6**

<b><u>Short Term Provisions</u></b>	<b>As at 31st March,2016</b>	<b>As at 31st March,2015</b>
<b><u>Other Prvisions</u></b>		
Income Taxes	168,332	140,332
<b>Total</b>	<b>168,332</b>	<b>140,332</b>



**TECHNICAL ASSOCIATES INFRAPOWER LIMITED**

**NOTES ON FINANCIAL STATEMENTS**

**NOTE 7**

<b><u>Non - Current Investments</u></b>	<b>As at 31st March,2016</b>	<b>As at 31st March,2015</b>
<b>Other Investments</b>		
Investment in Equity instruments (Unquoted) of Subsidiaries		
934070 (779000) Eq. sh. Of BPC Tradecom Pvt Ltd. (F. V. Rs.10/- Each)	9,354,975	7,804,275
667500 (343000) Eq. sh. Of Avees Trading & Finance Pvt Ltd(F. V. Rs.10/- Each)	6,683,575	3,438,575
<b>Total</b>	<b>16,038,550</b>	<b>11,242,850</b>

**NOTE 7.1**

<b><u>Particulars</u></b>	<b>As at 31st March,2016</b>	<b>As at 31st March,2015</b>
Aggregate Value of unquoted investments	16,038,550	11,242,850
Aggregate Value of quoted investments	-	-
<b>Total</b>	<b>16,038,550</b>	<b>11,242,850</b>

**NOTE 8**

<b><u>Current Investments</u></b>	<b>As at 31st March,2016</b>	<b>As at 31st March,2015</b>
<b>Other Current investments</b>		
<b>Unquoted</b>		
<i>Liquid Mutual Fund Units</i>		
Canera Rebeco Mutual Fund	12,400,000	-
Kotak Floter Short Term Fund	2,799,999	-
<b>Total</b>	<b>15,199,999</b>	<b>-</b>

**NOTE 9**

<b><u>Cash and cash equivalents</u></b>	<b>As at 31st March,2016</b>	<b>As at 31st March,2015</b>
Balances with bank in current accounts	142,010	150,014
Cash in hand	2,576	47,936
<b>Total</b>	<b>144,586</b>	<b>197,950</b>

**NOTE 10**

<b><u>Short Term Loans &amp; Advances</u></b>	<b>As at 31st March,2016</b>	<b>As at 31st March,2015</b>
<b>Unsecured, Considered good</b>		
<b>Others</b>		
Income Tax (A.Y. 2015-16)	8,360	-
Other Advnace	610	-
<b>Total</b>	<b>8,970</b>	<b>-</b>

**NOTE 11**

<b><u>Other Current Assets</u></b>	<b>As at 31st March,2016</b>	<b>As at 31st March,2015</b>
Prepaid Expenses	4,213	4,213
<b>Total</b>	<b>4,213</b>	<b>4,213</b>

**TECHNICAL ASSOCIATES INFRAPOWER LIMITED**

**NOTES ON FINANCIAL STATEMENTS**

**Note 12**

<u>Other Income</u>	<b>As at 31st March,2016</b>	<b>As at 31st March,2015</b>
Share dealing Income	-	499,232
Profit on sale of Mutual Fund Units	706,287	-
<b>Total</b>	<b>706,287</b>	<b>499,232</b>

**Note 13**

<u>Employee Benefit Expense</u>	<b>As at 31st March,2016</b>	<b>As at 31st March,2015</b>
Salary & Bonus	60,000	-
Director Remuneration	150,000	-
<b>Total</b>	<b>210,000</b>	<b>-</b>

**Note 14**

<u>Finance costs</u>	<b>As at 31st March,2016</b>	<b>As at 31st March,2015</b>
Interest on Loan	90,082	-
<b>Total</b>	<b>90,082</b>	<b>-</b>

**Note 15**

<u>Other Expenses</u>	<b>As at 31st March,2016</b>	<b>As at 31st March,2015</b>
<b>other expenses</b>		
Auditor's Remuneration	17,175	11,236
Annual Costodian fee	13,178	20,225
Bank Charges	-	674
Filing Fees	26,200	19,100
General Expense	5,940	5,500
Listing fee	148,118	74,728
Postage & Courier	450	313
Processing Fees	36,575	23,034
Professional Fees	38,400	213,300
Publicity & Advertisement	13,773	4,500
Registrar & Transfer Agent Annual Fees	4,294	17,978
Service Tax on Professional Fees	2,349	24,720
Travelling Expense	8,970	30,071
Website development fees	7,500	10,000
<b>Total</b>	<b>322,922</b>	<b>455,379</b>

**TECHNICAL ASSOCIATES INFRAPOWER LIMITED****NOTES ON FINANCIAL STATEMENTS****Note 16**

<b><u>Earning per share</u></b>	<b>As at 31st March,2016</b>	<b>As at 31st March,2015</b>
Net Profit After Tax	<b>55,283</b>	<b>35,073</b>
Number of Shares	4,000,000	1,786,366
Earning per Shares (in Rupees)	0.03	0.04

**Note 17**

<b><u>Payment to Auditor</u></b>	<b>As at 31st March,2016</b>	<b>As at 31st March,2015</b>
Audit Fees	17,175	11,236
<b>Total</b>	<b>17,175</b>	<b>11,236</b>

# TECHNICAL ASSOCIATES INFRAPOWER LIMITED

## SCHEDULE FORMING PART OF THE ACCOUNTS

### Note 18

#### RELATED PARTY DISCLOSURE :

As per Accounting Standard - 18 as prescribed under the Companies (Accounting Standard ) Rules, 2006, the company's Related parties and Transactions are disclosed below :

#### Holding Company

(i) Dwarka Goods Private Limited

#### Details of Transaction during the year and closing balances as at the end of the year :

NATURE OF TRANSACTION	Transactions for the year ended 2016		Transactions for the year ended 2015	
	Borrowings during the year	Balance on 31.03.2016	Borrowings during the year	Balance on 31.03.2015
<u>BORROWINGS FROM HOLDING COMPANY</u> (i) Dwarka Goods Private Limited	105,000	-	200,000	2,300,000

### Note 19

In the opinion of the Board of Directors, the aggregate value of Current Assets, Loans & Advances on realisation in ordinary course of business, is not less than the amount at which these are stated in the Balance Sheet.

### Note 20

Contingent Liability is provided for Rs.Nil (Previous year Rs.Nil)

### Note 21

The Company has not received information from vendors regarding their status under the small & medium enterprises development act, 2006 and hence disclosure relating to amounts unpaid as at year end together with interest paid/payable under this act has not been given

### Note 22

Deferred Tax is not created as there is no timing difference arising during the year.

### Note 23

Figures for previous year have been regrouped/rearranged wherever considered necessary.

**As per our Report of even date**

**For and on behalf of the Board**

**For Rajesh Kumar Gokul Chandra & Associates**

Chartered Accountants.  
Firm Reg. No.: 323891E

**Rajesh Kumar Agarwal**

(Partner)  
Membership No. :058769  
Dated this 30th day of May 2016

**Munmun Ganguli**  
(Whole Time Director)  
(DIN :02283480)

**Bhal Chandra Khaitan**  
(Director)  
(DIN :00343007)

**Ramesh Kumar Saraogi**  
(Director)  
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