

TECHNICAL ASSOCIATES INFRAPOWER LIMITED

CIN : L45208UP1984PLC006925

8 KM Faizabad Road, Post RSM Nagar,

Lucknow-226016, Uttar Pradesh

Email Id: technicalassociatesinfra@gmail.com

Website: www.techassociatesinfra.com

NOTICE

Notice is hereby given that the 29th Annual General Meeting of the members of **TECHNICAL ASSOCIATES INFRAPOWER LIMITED** will be held on Wednesday, August 20, 2014 at 11:30 AM at 8th KM Faizabad Road, Post R S M Nagar, Lucknow, Uttar Pradesh, 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, 2014, 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, 2014.

2. To appoint a Director in place of Shri Bhal Chandra Khaitan, who retires by rotation at this Annual General Meeting and being eligible has offered himself for re – appointment.

3. To appoint 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 Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and The Companies (Audit and Auditors) Rules, 2014, (the Rules), (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), M/s Rajesh Kumar Gokul Chandra & Associates, Chartered Accountants, having ICAI Firm Registration No 323891E, be and are hereby appointed as Auditor of the Company, who have offered themselves for re-appointment and have confirmed their eligibility to be appointed as Auditors, in terms of provisions of Section 141 of the Act, and Rule 4 of the Rules, be and are hereby re-appointed as Statutory Auditors of the Company for the Company’s financial year, 2015, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as may be agreed upon by the Board of Directors and the Auditors, in addition to service tax and reimbursement of out of pocket expenses incurred by them in connection with the audit of Accounts of the Company.”

Special Business

4. To appoint Shri Raj Kajaria as a Director 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** Mr. Raj Kajaria in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of the Director, be and is hereby appointed as a Director of the Company.”

5. To appoint Shri Anup Kumar Agarwal as an Independent Director 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 Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri Anup Kumar Agarwal, who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from member proposing his candidature for the office of Director, be and is hereby appointed as Independent Director of the company to hold office for 5 (five) consecutive years for a term upto March 31, 2019.”

By Order of the Board of Directors

Sd/-

Bhal Chandra Khaitan

(Director)

Registered Office:
8th KM Faizabad Road Post,
R S M Nagar, Lucknow,
Uttar Pradesh.

28th May, 2014

NOTES:-

1. **A member entitled to attend and vote at the Annual General Meeting (the "Meeting") 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.**
2. 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.
3. Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
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. 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.
7. The Company has notified closure of Register of Member and Share Transfer Books from Thursday, August 14, 2014 to Wednesday, 20th August, 2014 (Both Days inclusive) for determining the names of members eligible for dividend on Equity Shares, if declared at the Meeting.
8. **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.**

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

Item No.4

The Board of Directors of the Company appointed, pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company, Shri Raj Kajaria as an Additional Director of the Company with effect from 28th May, 2014.

In terms of the provisions of Section 161(1) of the Act, he would hold office up to the date of the ensuing Annual General Meeting.

The Company has received a notice in writing from a member under Section 160 of the Act proposing the candidature of Shri Raj Kajaria for the office of Director of the Company.

The Board commends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the shareholders.

Item No.5

The Board of Directors of the Company appointed, pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company, Shri Anup Kumar Agarwal as an Additional Director of the Company with effect from 31st May, 2014.

In terms of the provisions of Section 161(1) of the Act, he would hold office up to the date of the ensuing Annual General Meeting.

The Company has received a notice in writing from a member under Section 160 of the Act proposing the candidature of Shri Anup Kumar Agarwal for the office of Director of the Company.

Shri Anup Kumar Agarwal is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

Section 149 of the Act inter alia stipulates the criteria of independence should a company propose to appoint an independent director on its Board. As per the said Section 149, an independent director can hold office for a term up to 5 (five) consecutive years on the Board of

a company and he shall not be included in the total number of directors for retirement by rotation.

The Company has received a declaration from Shri Anup Kumar Agarwal that he meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement.

In the opinion of the Board, Shri Anup Kumar Agarwal fulfills the conditions for his appointment as an Independent Director as specified in the Act and the Listing Agreement. Shri Anup Kumar Agarwal is independent of the management.

The Board commends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the shareholders.

By Order of the Board of Directors

Sd/-

Bhal Chandra Khaitan

(Director)

Registered Office:
8th KM Faizabad Road Post,
R S M Nagar, Lucknow,
Uttar Pradesh

28th May, 2014

TECHNICAL ASSOCIATES INFRAPOWER LIMITED
8TH KM FAIZABAD ROAD, POST R S M NAGAR
LUCKNOW-226016

Audited
Balance Sheet

And
Statement of Profit & Loss
For the year ended on 31st March, 2014

AUDITORS
P. TANDON & COMPANY
SHANTI NIKUNJ
15, NEW CIVIL LINES
BAREILLY-243005

TECHNICAL ASSOCIATES INFRAPOWER LIMITED

DIRECTORS' REPORT

TO THE MEMBERS OF TECHNICAL ASSOCIATES INFRAPOWER LIMITED

Your Directors hereby present their 29th Annual Report together with the Audited Accounts of the Company for the Financial year ended 31st March 2014.

Business Performance

The Company has incurred an operating Loss of Rs. 54974/-(Previous year Profit Rs. 122643/-). Barring unforeseen circumstances and unparallel business fluctuation, your Directors are hopeful for promising better performance in the years to come.

Directors

Mr. Bhal Chandra Khaitan & Mr Ramesh Kumr Saraogi were inducted as Directors of the Company with effect from 17th day of September 2013.

Further Mr. Vibhu Agarwal & Mr Vinamra Agarwal resigned from directorship with effect from 05th November 2013. The company appreciate the contribution made by both the directors during their tenure.

Pursuant to the provision of section 255 of the Companies Act, 1956 and Article 136 of the Articles of Association of the Company, at the ensuing Annual General Meeting Mr. Bhal Chandra Khaitan, Director, will retire by rotation and, being eligible, offer himself for re-appointment in terms of provisions of Articles of Association of the Company.

Auditors

M/s. Rajesh Kumar Gokul Chandra & Associates, Chartered Accountants (ICAI Firm Registration no.323891E), be and hereby appointed as statutory auditors of the company to hold office from the conclusion of this Meeting until the conclusion of the Annual General Meeting (AGM) of the company to be held for the year 2018-2019 subject to ratification of the appointment at every AGM at a remuneration (including term of payment) to be fixed by the board of Direction of the company, plus service tax and such other tax(es), as may be applicable & reimbursement of all out-of-pocket expenses in connection with the audit of the accounts of the company

Secretarial Compliance Certificate

According to Companies (Amendment) Act 2000, every Directors Report to be signed on or after 15th February, 2002 shall accompany with a Secretarial Gompliance Certificate to be issued by Practising Company Secretary. The Board of Directors appointed M/s Deepti Agarwal & Associates, Company Secretaries as the Secretarial Auditor of the Company. The report given by them is enclosed which is self explanatory in nature & need no clarification.

Auditors report

The Notes to the accounts referred to in the Auditors Reports are self explanatory and therefore do not need any further comments.

Particulars of Employees

There is no employees during the preiod under review, in respect of whom the particulars are required to be disclosed with reference to the companies (Particulars of Employees) Rrules, 1975 as amended.

Particulars Of Energy Conservation

Particulars as required to be disclosed as per Companies (Disclosure of Particulars in the report or Board of Directors) Rules, 1988 are not applicable as the Company is not engaged in manufacturing activity.

TECHNICAL ASSOCIATES INFRAPOWER LIMITED

Corporate Governance

As per Section 292-A of the Companies Act 1956, the following Committees have been instituted in the Company

1. Audit Committee- have met four times during the year in report
2. Remuneration Committee-have met two times during the year in report.
3. Investors Grievance Redressal Committee.

The Members are :

1. Shri Vishnu Agarwal, Managing Director
2. Shri Bhal Chandra Khaitan, Director
3. Shri Ramesh Kumar Saraogi, Director
4. Shri Palanivel Mudaliar, Independent Director
5. Shri Narendra Kumar, Independent Director

Director's Responsibility Statement

In accordance with the Companies (Amendment) Act, 2000, the Directors state that:

- i) In the preparation of annual accounts, all applicable accounting standard have been followed and proper explanation relating to material departures, if any, have been furnished;
- ii) accounting policies as listed in the schedule to the financial statements have been selected and consistently applied and reasonable and prudent judgements and estimates have been made so as to give a true and fair view of the state of affairs of the company as on March 31, 2014 and of the profit of the Company for the accounting year ended on that day.
- iii) proper and sufficient care for maintenance of adequate accounting records has been taken in accordance with the provisions of the Act so as to safeguard the assets of the Company and to prevent and detect fraud and other irregularities ;
- iv) the annual accounts have been prepared on a going concern basis.

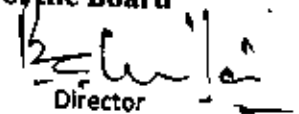
Registered Office

8TH KM FAIZABAD ROAD, POST R 5 M NAGAR

LUCKNOW-226016

Dated : 28th May, 2014

On behalf of the Board


Director

**P. TANDON & COMPANY
SHANTI NIKUNJ
15, NEW CIVIL LINES
BAREILLY-243005**

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF TECHNICAL ASSOCIATES INFRAPOWER LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **TECHNICAL ASSOCIATES INFRAPOWER LIMITED**, which comprise the Balance Sheet as at March 31, 2014, Statement of Profit and Loss & Cash Flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 "the Act") read with General Circular 15/2013 dated September 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

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, 2014;
- b) in the case of the Statement of Profit and Loss Account, of the loss for the year ended on that date;
- c) in the case of Cash Flow Statement, of the Cash for the year ended on that date;



**P. TANDON & COMPANY
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BAREILLY-243005**

Report on Other Legal and Regulatory Requirements

1 As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.

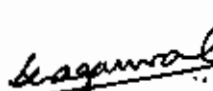
2 As required by section 227(3) of the Act, we report that:

- a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books ;
- c) the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- d) In our opinion, the Balance Sheet, Statement of Profit and Loss & Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
- e) on the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For P.TANDON & Co.

Chartered Accountants

FRN No.: 003241C


Sushil Kumar Agarwal
(Partner)



Membership No 015558

Dated This 28th May 2014

**P. TANDON & COMPANY
SHANTI NIKUNJ
15, NEW CIVIL LINES
BAREILLY-243005**

Annexure to the Independent Auditor's Report referred to in Paragraph 1 under the heading of "Report on other Legal and Regulatory Requirements" of our report of even date.

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) (a) 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 Companies (Auditors report) order, 2003 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, sub clause(a) (b) & (c) of clause (II) of the Companies (Auditors report) order, 2003 is not applicable since company have no inventories during the year.
- (iii) The Company had neither taken nor given loan from and to parties covered in the register maintained under Section 301 of the Companies Act,1956.So Clause (b), (c), (d), and (e) are not applicable to this report.
- (iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the company and the nature of its business, for the purchase of inventory and fixed assets and for sale of the goods and services, During the course of our audit, we have not observed any continuing failure to correct major weakness in internal control system.
- (v) 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) of clause (v) of the companies (Auditors Report) order, 2003 is not applicable since no contracts or arrangements referred to in section 301 of the companies Act, 1956 have been entered into by the company during the year.
- (vi) The company has not accepted any deposit from the public within the meaning of section 58A and 58AA of the Companies Act. 1956
- (vii) In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
- (viii) To the best of our knowledge and as explained, the Central Government has not prescribed maintenance of cost records under clause (d) of sub-section (1) of section 209 of the companies Act, 1956 for the products of the Company



P. TANDON & COMPANY
SHANTI NIKUNJ
15, NEW CIVIL LINES
BAREILLY-243005

- (ix) (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 other statutory dues wherever applicable. According to the information and explanation given to us, no undisputed arrears of statutory dues were outstanding as at 31st March, 2014 for a period more than six months from the date they became payable.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, wealth tax, sales tax, custom duty and cess were in arrears, as at 31st March, 2014 for a period more than six months from the date they became payable.
- (x) The company has no accumulated losses at the end of the financial year and it has incurred nominal cash loss in the current financial year.
- (xi) In our opinion according to the information and explanation given to us, the company has not taken any loans from financial institution, bank or debenture holders. Therefore, the provision of clause for (XI) of the Companies (Auditors' Report) Order, 2003 are not applicable to the company.
- (xii) According to the information and explanation given to us, and based on the documents and records produced to us, the company has not granted loans and advances on the basis of securities way of pledge of shares, debentures and other securities.
- (xiii) In our opinion and according to the information and explanation given to us, the nature of activities of the company does not attract any special statute applicable to chit fund and nidhi / mutual benefit fund / solicities.
- (xiv) In respect of dealing / trading in securities and other investments, in our opinion and according to the information and explanation given to us, proper records have been maintained of the transactions and contract and timely entries have been made thereon. The securities have been held by the company, in its own name.
- (xv) According to the information and explanation given to us, the company has not given any guarantee for loans taken, by its holding company, fellow subsidiaries, associates and others, from bank or financial institution.
- (xvi) The company has not availed of any terms loan during the year.
- (xvii) According to the information and explanation given to us and on an over all examination of the Balance sheet of the company, we report that the no funds raised on short-term basis have been used for long-term investment. No long-term funds have been used to finance short-term assets except permanent working capital.
- (xviii) The company has not made any preferential allotment of shares to parties of companies covered in the register maintained under section 301 of the Companies Act, 1956.



P. TANDON & COMPANY
SHANTI NIKUNJ
15, NEW CIVIL LINES
BAREILLY-243005

(xix) According to the information and explanation given to us, during the period covered by our audit report, the company has not issued any debentures during the year, therefore, the provision of clause 4 (xix) of the companies (Auditors' Report) Order, 2003 are not applicable to the company.

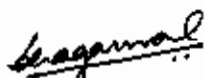
(xx) The company has not raised any money through a public issue during the year.

(xxi) Based upon the audit procedures performed by us for expressing our opinion on these financial statements and information and explanation given by the management, we report that no fraud on or by the company has been noticed or reported during course of our audit.

For P.TANDON & Co.

Chartered Accountants

FRN No.: 003241C


Sushil Kumar Agarwal
(Partner)

Membership No 015558

Dated This 28th May 2014



TECHNICAL ASSOCIATES INFRAPOWER LIMITED

Balance Sheet as at 31st March, 2014

Particulars	Note No.	As at 31st March, 2014	As at 31st March, 2013
<u>EQUITY AND LIABILITIES</u>			
Shareholders' funds			
(a) Share capital	2	8,931,830	8,931,830
(b) Reserves and surplus	3	16,542	71,516
Non-Current liabilities			
(a) Long Term Borrowings	4	2,300,000	-
Current liabilities			
(a) Other current liabilities	5	5,618	1,124
(b) Short-term provisions	6	131,552	131,552
TOTAL		11,385,542	9,136,022
<u>ASSETS</u>			
Non-current assets			
(a) Non-current investments	7	9,162,850	-
(b) Long Term Loans & Advances	8	-	8,483,910
Current assets			
(a) Short Term Loans & Advances	9	1,478,292	-
(b) Cash and cash equivalents	10	740,187	652,112
(c) Other Current Assets	11	4,213	-
TOTAL		11,385,542	9,136,022

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON FINANCIAL STATEMENTS

1 to 21

As per our report of even date attached.

For P.TANDON & Co.
Chartered Accountants
FRN No.: 003241C



Sushil Kumar Agarwal
Sushil Kumar Agarwal
(Partner)

Membership No 015558
Dated This 28th May 2014

DIRECTORS

1 *[Signature]*
2 *[Signature]*

TECHNICAL ASSOCIATES INFRAPOWER LIMITED

Statement of Profit & Loss For the year ended 31.03.2014

Particulars	Note No.	As at 31st March, 2014	As at 31st March, 2013
<u>Income:</u>			
Other income	12	-	150,000
Total Revenue		-	150,000
<u>Expenses:</u>			
Other expenses	13	54,974	27,357
Total Expenses		54,974	27,357
Profit before tax		(54,974)	122,643
Tax expense:			
(1) Current tax		-	-
Profit for the year		(54,974)	122,643
Earnings per equity share:	14		
(1) Basic		(0.06)	0.14
(2) Diluted		(0.06)	0.14

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON FINANCIAL STATEMENTS

1 to 21

As per our report of even date attached.

DIRECTORS

For P.TANDON & Co.
Chartered Accountants
FRN No.: 003241C



Sushil Kumar Agarwal
Sushil Kumar Agarwal
(Partner)

Membership No 015558
Dated This 28th May 2014

1 *[Signature]*

2 *[Signature]*

TECHNICAL ASSOCIATES INFRAPOWER LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2014

PARTICULARS	31.03.2014		31.03.2013	
		Rs.		Rs.
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit / Loss After Tax		(54,974)		122,643
ADJUSTMENT FOR:				
Depreciation	-	-	-	-
Provision for Deferred Tax	-	-	-	-
Interest Paid	-	-	-	-
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES		(54,974)		122,643
ADJUSTMENT FOR:				
Trade and Other Receivable	-	-	-	-
Inventories	-	-	-	-
Loans and Advances	7,005,618	-	-	-
Other current assets	(4,213)	-	-	-
Trade and Other Payables	4,494	7,005,899	(11,979)	(11,979)
CASH GENERATED FROM OPERATIONS		6,950,925		110,664
CASH FLOW BEFORE EXTRA ORDINARY ITEMS		6,950,925		110,664
NET CASH FROM OPERATING ACTIVITIES BEFORE TAXES PAID		6,950,925		110,664
Direct Taxes Paid		-		-
NET CASH FROM OPERATING ACTIVITIES		6,950,925		110,664
B. CASH FLOW FROM INVESTING ACTIVITIES				
Acquisition of Non-current Investment	(9,162,850)	-	-	-
Sale of Fixed Assets	-	-	28,013	-
Sale of Investment	-	-	500,000	-
Interest Received	-	(9,162,850)	-	528,013
NET CASH USED IN INVESTING ACTIVITIES		(9,162,850)		528,013



CASH FLOW FROM FINANCING ACTIVITIES				
Proceeds From Long Term Borrowings	2,300,000			
Interest paid	-	2,300,000		
NET CASH USED IN FINANCING ACTIVITIES		2,300,000		
D. NET (DECREASE) IN CASH & CASH EQUIVALENT (A+B+C)		88,075		638,677
NET (DECREASE) IN CASH AND CASH EQUIVALENTS				
CASH AND CASH EQUIVALENTS AS AT 1-04-2013	652,112		13,435	
LESS: CASH AND CASH EQUIVALENTS AS AT 31-03-2014	740,187		652,112	
		88,075		638,677

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 31/03/2014</u>	<u>As at 31/03/2013</u>
a) Cash In Hand	18,249	41,181
b) Balance with Scheduled Banks :- In Current Accounts	721,938	610,931

The Schedules Referred to above Form an Integral Part of the Balance Sheet referred to in our report of even date.

For P.TANDON & Co.

Chartered Accountants
FRN No.: 003241C



Sushil Kumar Agarwal
Sushil Kumar Agarwal
(Partner)

Membership No 015558
Dated This 28th May 2014

DIRECTORS

1 *[Signature]* ←

2 *[Signature]*

TECHNICAL ASSOCIATES INFRAPOWER LIMITED

SCHEDULE FORMING PART OF THE ACCOUNTS

NOTE -1

SIGNIFICANT ACCOUNTING POLICIES

a) *System of Accounting:*

The Company has adopted the accrual basis for maintenance of Accounts as required by the Companies Act,1956.

b) *Retirement Benefits:*

Retirement Benefits to the employees of the Company are not applicable during the year under review. The same will be provided as and when become due.

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

<u>Share Capital</u>	As at 31st March,2014	As at 31st March,2013
Authorised		
40,00,000 Equity Shares of 'Rs. 5 each	20,000,000	20,000,000
Issued, Subscribed & Paid up		
17,86,366 Equity Shares of 'Rs. 5 each	8,931,830	8,931,830
Total	8,931,830	8,931,830

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.:

<u>Particulars</u>	<u>Eq. Shares(31.03.2014)</u>		<u>Eq. Shares(31.03.2013)</u>	
	<u>Number</u>	<u>Amount</u>	<u>Number</u>	<u>Amount</u>
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	-	-	-	-
Shares outstanding at the end of the year	1,786,366	8,931,830	1,786,366	8,931,830

2.3

The details of Shareholders holding more than 5% shares:

<u>SR NO</u>	<u>Name of Shareholder</u>	<u>As at 31st March,2014</u>		<u>As at 31st March,2013</u>	
		<u>No. of Shares held</u>	<u>% of Holding</u>	<u>No. of Shares held</u>	<u>% of Holding</u>
1	Dwarka Goods Pvt Ltd(Holding Company)	1,301,024	72.83%	-	-
2	Vibhu Agarwal	125,600	7.03%	375,600	21.03%
3	Saroj Agarwal	-	-	91,640	5.13%
4	Vinamra Agarwal	-	-	96,317	5.39%
5	V.Agarwal & Others HUF	-	-	119,205	6.67%
6	Vibhu Enterprises Pvt Ltd	-	-	283,350	15.86%
7	Chinpat Land & Fin. Co.Pvt Ltd	-	-	249,535	13.97%
8	Agarwal Fin. Lease & Inv. Pvt Ltd	-	-	241,169	13.50%
9	Vinamra Fin. Lease & Inv. Pvt Ltd	-	-	226,970	12.71%

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,2014.

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

<u>Reserves & Surplus</u>	As at 31st March,2014	As at 31st March,2013
<u>Surplus</u>		
Opening balance	71,516	(51,127)
Add : Net Profit for the current year	(54,974)	122,643
Closing Balance	16,542	71,516
Total	16,542	71,516

NOTE 4

<u>Long Term Borrowings</u>	As at 31st March,2014	As at 31st March,2013
<u>Related Party Holding Company</u>		
Dwarka Goods Pvt Ltd	2,300,000	-
Total	2,300,000	-

NOTE 5

<u>Other Current Liabilities</u>	As at 31st March,2014	As at 31st March,2013
<u>Liabilities for expenses</u>		
Audit fees payable	5,618	1,124
Total	5,618	1,124

NOTE 6

<u>Short Term Provisions</u>	As at 31st March,2014	As at 31st March,2013
Provision for income tax	131,552	131,552
Total	131,552	131,552



TECHNICAL ASSOCIATES INFRAPOWER LIMITED

NOTES ON FINANCIAL STATEMENTS

NOTE 7

<u>Non - Current Investments</u>	As at 31st March,2014	As at 31st March,2013
Other Investments		
Associates		
Investment in Equity Instruments (Unquoted)		
571000 Eq. sh. Of BPC Tradecom Pvt Ltd. (F. V. Rs.10/- Each)	5,724,275	-
343000 Eq. sh. Of Avees Trading & Finance Pvt Ltd(F. V. Rs.10/- Each)	3,438,575	-
Total	9,162,850	-

NOTE 7.1

<u>Particulars</u>	No of Shares	As at 31st March,2014
Aggregate Value of unquoted Investments	914,000	9,162,850
Aggregate Value of quoted Investments	-	-
	914,000	9,162,850

NOTE 8

<u>Long Term Loans & Advances</u>	As at 31st March,2014	As at 31st March,2013
Unsecured, Considered good		
Others		8,483,910
Total	-	8,483,910

NOTE 9

<u>Short Term Loans & Advances</u>	As at 31st March,2014	As at 31st March,2013
Unsecured, Considered good		
Others	1,478,292	
Total	1,478,292	-

NOTE 10

<u>Cash and cash equivalents</u>	As at 31st March,2014	As at 31st March,2013
Balances with schedule bank in current accounts	721,938	610,931
Cash in hand	18,249	41,181
Total	740,187	652,112

NOTE 11

<u>Other Current Assets</u>	As at 31st March,2014	As at 31st March,2013
Prepaid Expenses	4,213	-
Total	4,213	-



TECHNICAL ASSOCIATES INFRAPOWER LIMITED

NOTES ON FINANCIAL STATEMENTS

NOTE 12

<u>Other Income</u>	As at 31st March,2014	As at 31st March,2013
Dividend Received	-	150,000.00
Total	-	150,000.00

Note 13

<u>Other Expenses</u>	As at 31st March,2014	As at 31st March,2013
other expenses		
Auditor's Remuneration	5,618	1,124
Bank Charges	1,007	-
Postage & Courier	82	-
Professional Fees	25,270	-
Publicity & Advertisement	11,342	-
Subscription	1,405	-
Miscellaneous Expense	-	17,233
Taxes, License Fees & Filing Fees	10,250	9,000
Total	54,974	27,357

Note 14

<u>Earning per share</u>	As at 31st March,2014	As at 31st March,2013
Net Profit After Tax	(54,974)	122,549
Number of Shares	1,786,366	1,786,366
Earning per Shares (In Rupees)	(0.06)	0.14

Note 15

<u>Payment to Auditor</u>	As at 31st March,2014	As at 31st March,2013
Audit Fees	5,618	1,124
Total	5,618	1,124



TECHNICAL ASSOCIATES INFRAPOWER LIMITED

SCHEDULE FORMING PART OF THE ACCOUNTS

Note 16

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 2014		Transactions for the year ended 2013	
	Borrowings during the year	Balance on 31.03.2014	Borrowings during the year	Balance on 31.03.2013
<u>BORROWINGS FROM HOLDING COMPANY</u> (i) Dwarka Goods Private Limited	2,300,000	2,300,000	-	-

Note 17

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 18

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

Note 19

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

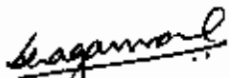
Note 20

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

Note 21

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

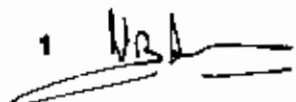
For P.TANDON & Co.
Chartered Accountants
FRN No.: 003241C


Sushil Kumar Agarwal
(Partner)



Membership No 015558
Dated This 28th May 2014

DIRECTORS

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