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Notice of Annual General Meeting

Notice is hereby given that Twenty third Annual General Meeting of the Members of **Rudrabhishek Enterprises Private Limited** ("the Company") will be held on **Tuesday, 29th day of September, 2015 at the Registered Office of the Company i.e. 820, Antriksha Bhawan, K.G. Marg Delhi - 110001 at 03:00 P.M.** to transact the following businesses:-

ORDINARY BUSINESS

1. To receive, consider and adopt the Financial Statements of the Company for the financial year ended on March 31, 2015 along with the Directors' and Auditors' Report thereon and in this regard to pass, with or without modification(s), the following resolution as an Ordinary Resolution.

   "**RESOLVED THAT** the audited financial statements of the Company including the balance sheet as on March 31, 2015, the statement of profit and loss ended on that date, reports of the Board of Directors and Auditors thereon be and are hereby received, considered and adopted."

2. To declare dividend on Equity Shares for the financial year ended March 31, 2015 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** in accordance with the provisions of Section 123 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Declaration and Payment of Dividend) Rules, 2014, a final dividend of Rs. 10 per equity share for the year ended on 31st March 2015 as recommended by the Board of directors of the Company be and his hereby approved."

3. To ratify the appointment of M/s Sanjeev Neeru & Associates, Chartered Accountants (FRN No. 013350N) and to 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 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred as "the Act") including any statutory modification(s), or re-enactment thereof for the time being in force), the board hereby ratify the appointment of M/s Sanjeev Neeru & Associates, Chartered Accountants (FRN No. 013350N) as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting on such remuneration as fixed by the Board of Directors of the Company."

RUDRABHISHEK ENTERPRISES PVT. LTD.

Rudrabhishek Enterprises Pvt. Ltd.
820 Antriksh Bhawan, 22 K.G. Marg
New Delhi-110001
Phone : 011-41069500, 43509305, 43513857
Fax No. : 011-23738974
Email : info@replurbanplanners.com
Website : www.replurbanplanners.com

By order of the Board

For **Rudrabhishek Enterprises Private Limited**

Pradeep Misra
(Director)
DIN: 01386739
Address: Sadhika Farm Mall Road,
Behind Sec-D-111, Park Lane,
Vasant Kunj, New Delhi, 110070

Date: September 01, 2015
Place: New Delhi

NOTES:

1. Explanatory Statement as required under Section 102(1) of the Companies Act, 2013 for the special business to be transacted at the AGM is also annexed to the Notice of AGM.

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT PROXY/PROXIES TO ATTEND AND VOTE ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than forty-eight (48) hours before the commencement of the meeting. Proxy Form is also annexed to the Notice. In case a Person wish to attend the meeting on behalf of companies, societies, etc., such person must have an appropriate resolution / authority letter, as applicable.

3. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a Proxy on behalf of not more than fifty (50) members and holding in aggregate not more than ten percent (10%) of the total Share Capital of the Company. Members holding more than ten percent (10%) of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a Proxy for any other Member.

4. The Register of Directors, Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested maintained under Section 189 of the Companies Act, 2013 and all other statutory Registers will be available for inspection during business hours at the Registered Office of the company and copies thereof shall also be made available for inspection in physical or electronic form at the Head Office as well as Corporate Office of the company and also at the Meeting.

5. Route Map to the AGM and prominent land mark for easy location is also attached to the notice.

By order of the Board
Rudrabhishek Enterprises Private Limited

Pradeep Misra
(Director)
DIN: 01386739
ADDRESS: Sadhika Farm
Mall Road, Behind Sec-D
-111, Park Lane, Vasant
Kunj, New Delhi, 110070

Date: September 01, 2015
Place: New Delhi

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED
Regd. Office: 820, Antariksh Bhawan, K. G. Marg, New Delhi-110001
Corporate Identity Number: U74899DL1992PTC050142
Tel.:0120-4022333 Fax: 0120-4022301
Website: www.Replurbanplanners.com
email: vikasgupta.cs@replurbanplanners.com

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*]*

Name of the member (s):
……

Registered address:
……

……

E-mail Id: ……

Folio No/ Client Id: …… DP ID: ……

I/We, being the member(s) of ……shares of the above named company, hereby appoint

1. Name: ……

E-mail Id: ……

Address:
……

Signature: ……

or failing him,

2. Name: ……

E-mail Id: ……

Address:
……

Signature: ……

or failing him,

3. Name: ……

E-mail Id: ……

Address:
……

Signature: ……

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 23rd Annual General Meeting of the Company, to be held on Tuesday, September 29, 2015 at 03:00 P.M. at the Registered Office of the Company i.e. 820, Antriksha Bhawan, K.G. Marg, Delhi-110001 and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	**Resolutions**	**Optional***	
	Ordinary Business	**For**	**Against**
1	To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31 March, 2015, including Balance Sheet as at 31 March, 2015 and Statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.		
2	To declare dividend aggregating to Rs. 10 per equity share for the year ended 31st March, 2015.		
3	To ratify the appointment of M/s Sanjeev Neeru & Associates, Chartered Accountants (FRN No. 013350N) and to fix their remuneration.		

Signed this …… day of……, 2015

Affix Revenue Stamp of Re.1.00/-

…… ……

Signature of Member Signature of Proxy holder(s)

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A Proxy need not be a member of the company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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.

ATTENDANCE SLIP

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED
Regd. Office: 820, Antariksh Bhawan, K. G. Marg, New Delhi-110001
Corporate Identity Number: U74899DL1992PTC050142
Tel.:0120-4022333 Fax: 0120-4022301
Website: www.Replurbanplanners.com email: vikasgupta.cs@replurbanplanners.com

Please complete this Attendance Slip/E-voting form and hand it over at the entrance of the meeting hall. Joint shareholders may obtain additional slip at the venue of the meeting.

1. Name of the sole/First named shareholder/Name(s) of the Joint Holder(s), if any

_____

_____

2. Registered Folio No./DP ID No./Client ID No*:

_____

3. Number of Shares held:

_____

I/We hereby record my/our presence at the 23rd Annual General Meeting of the Company held on Tuesday, September 29, 2015 at 3:00 P.M. at the Registered Office of the Company i.e. 820, Antriksha Bhawan, K.G. Marg, Delhi-110001.

Signature of the Shareholder or Proxy**:

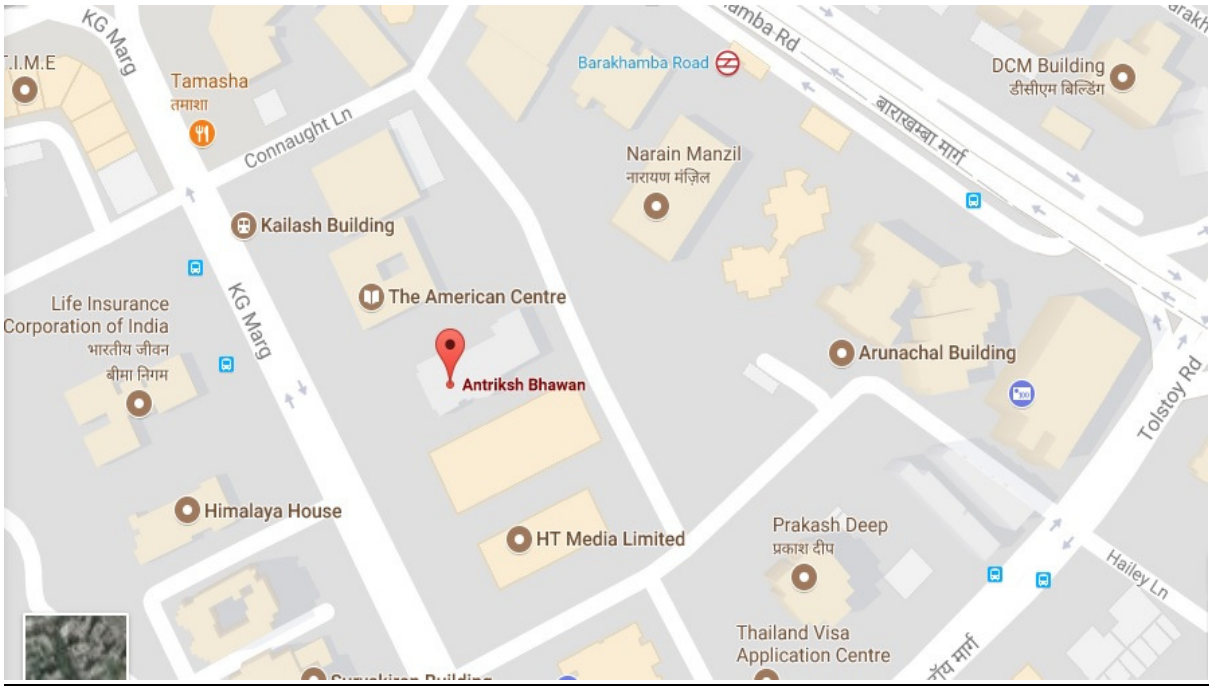
_____

*Applicable for investors holding shares in electronic form.

**Strike out whichever is not applicable

——

ROUTE MAP


KG Marg
T.I.M.E
Tamasha
तमाशा
Connaught Ln
Barakhamba Road
DCM Building
डीसीएम बिल्डिंग
बाराखम्बा मार्ग
Narain Manzil
नारायण मंज़िल
Kailash Building
The American Centre
Life Insurance
Corporation of India
भारतीय जीवन
बीमा निगम
KG Marg
Antriksh Bhawan
Arunachal Building
Tolstoy Rd
Himalaya House
HT Media Limited
Prakash Deep
प्रकाश दीप
Hailey Ln
Thailand Visa
Application Centre

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DIRECTOR'S REPORT

Dear Members,

Your Directors have pleasure in presenting the 23rd Annual Report on the affairs of the Company together with the Audited Statement of Accounts for the year ended 31st March, 2015 ("year under review").

1) FINANCIAL RESULTS/SUMMARY

(Rs.)

PARTICULARS	2014-15	2013-14
Sales/Income from Operations	34,86,79,084.00	31,70,64,295.00
Other Income	28,20,887.00	42,01,623.00
Profit Before Extraordinary Items & Taxation	7,40,03,102.00	8,83,42,464.00
Interest	39,469	12,99,227.00
Depreciation	1,28,69,083.00	77,28,657.00
Profit Before Tax	7,40,03,102.00	10,64,10,371.00
Deferred Tax	(14,53,682.00)	79,910.00
Current Tax Paid	2,86,68,100.00	3,04,10,540.00
Profit After Tax	4,67,88,684.00	7,59,19,921.00

2) PERFORMANCE REVIEW & STATE OF THE COMPANY'S AFFAIRS

Your Company is engaged in the business of consultancy services related with infrastructure, environment, urban designing, urban planning housing and project management, civil designing, construction management and to provide design and engineering solutions for all types of engineering and construction of infrastructure projects.

During the year under review, the Company earned Rs. 34,86,79,084 from its operations and incurred a total expenditure of Rs. 27,74,96,870. The net profit after tax for the year under review is Rs 4,67,88,684. Your Directors are continuously looking for avenues for future growth of the Company.

3) SHARE CAPITAL OF THE COMPANY

As on 01st April, 2014, the Authorised Share capital of the Company was Rs. 1,00,00,000 (One Crore Only) divided into 10,00,000 (Ten Lacs) Equity Shares of Rs. 10/- (Ten) each and the paid up Share capital of the Company was Rs. 56,05,000/- (Fifty Six Lacs Five Thousand Only) divided into 5,60,500 (Five Lacs Sixty Thousand Five Hundred Only) Equity Shares of Rs. 10/- (Ten) each. During the year under review, there has been no increase/decrease in the Paid-up Share Capital of the Company.

RUDRABHISHEK ENTERPRISES PVT. LTD.

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Fax No. : 011-23738974
Email : info@replurbanplanners.com
Website : www.replurbanplanners.com

Further, during the year under review, the Company has neither issued shares with differential voting rights nor granted stock options or sweat equity.

4) **TRANSFER TO RESERVES & DIVIDEND**

Your Director's are pleased to recommend a Dividend of Rs. 10/- per share on paid up share capital of the Company subject to the approval of Members in the ensuing Annual General Meeting. The final dividend, if approved, will be paid to members within the period stipulated under the Companies Act, 2013.

5) **FINANCE**

Cash and Cash Equivalent as on 31st March, 2015 was Rs. 2,02,55,077. The Company continues to focus on judicious management of its working capital and receivables, inventories and other working capital parameters were kept under strict check through continuous monitoring.

6) **CHANGE IN THE NATURE OF BUSINESS & MATERIAL CHANGES BETWEEN THE DATE OF THE BOARD REPORT AND END OF FINANCIAL YEAR**

There has been no change in the nature of business of the Company as on the date of this report. Also, there have been no material change(s) and commitment(s), if any, in the Company which affects its financial position and which have occurred between the end of the financial year of the Company to which the financial statements relates and the date of this report.

7) **DEPOSITS**

During the year under review, your Company has not accepted any deposit under Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014. Further, there were no remaining unclaimed deposits as on 31st March, 2015.

8) **DETAILS OF SUBSIDIARY COMPANY/JOINT VENTURE COMPANY, AND AUDITED FINANCIAL STATEMENTS OF THE COMPANY**

Following are the subsidiaries of the Company:

- Rudrabhishek Architects & Designers Private Limited
- Rudrabhishek Trustee Company Private Limited
- Rudrabhishek Infosystem Private Limited
- Best Designs and Plans Private Limited
- Rudrabhishek Singapore Pte Limited

A statement pursuant to Section 129 of the Companies Act, 2013 relating to subsidiaries Companies for the year ended on March 31, 2015 is given in **Annexure –A.**

RUDRABHISHEK ENTERPRISES PVT. LTD.

9) ADEQUACY OF INTERNAL FINANCIAL CONTROL

Your Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. In this regard, the Board has also adopted such policies and procedures including Internal Control System for ensuring orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures. The Company's business processes have a strong monitoring and reporting process resulting in financial discipline and accountability.

10) COMPOSITION OF BOARD OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND CHANGES AMONG THEM DURING THE YEAR UNDER REVIEW

As on 31st March, 2015, composition of directors of the Company is as under:

S. No.	Name of Director(s)	DIN/PAN	Designation	Date of Appointment
1.	Mr. Pradeep Misra	01386739	Managing Director	01/09/1992
2.	Ms. Richa Misra	00405282	Director	26/08/1996
3.	Mr. Jamal Husain Ansari	06641874	Director	25/07/2013

During the year under review, there has been no change in the composition of directors of the Company. Further, Mr. Vikas Gupta has been appointed as Company Secretary of the Company with effect from 14th February, 2015.

11) NUMBER OF MEETINGS OF THE BOARD

The Board meets at regular intervals to discuss and decide on Company's business policies and strategy apart from other normal Board businesses. However, in case of a special and urgent business need, the Board's approval is taken by passing resolution through circulation, as permitted by law, which is also noted in the subsequent Board Meeting.

The notice of Board meeting is given at least 7 days prior to the date of the meeting to all the Directors of the Company. Usually, meetings of the Board are held at Registered Office of Company situated at 820, Antriksha Bhawan, 22, K.G. Marg, New Delhi-110001. The Agenda of the Board meetings are circulated well in advance prior to the date of the meeting. The Agenda also includes detailed notes on the items to be discussed at the meeting to enable the Directors to take an informed decision at the meeting.

During the year under review, Board met 13 (**Thirteen**) times viz. 02.04.2014, 15.05.2014, 27.05.2014, 10.06.2014, 07.07.2014, 16.07.2014, 01.09.2014, 02.09.2014, 03.11.2014, 05.11.2014, 30.01.2015, 14.02.2015, 26.03.2015.

SUDARSHAN CHEMICALS PVT. LTD.

Richa Misra

Further, all the directors of the Company were present in each of the board meeting and also the intervening gap between the two meeting was within the period prescribed under the Companies Act, 2013.

12) AUDITORS

The Company's Auditors, M/s Sanjeev Neeru & Associates, Chartered Accountants, (Firm Registration No.- 0113350N) who shall hold office from the conclusion of this Annual General Meeting till the conclusion of 28th Annual General Meeting of Company, subject to ratification by members at every AGM of Company. They have confirmed their eligibility under Section 141(3) of the Companies Act, 2013 and the Rules framed there under and in this regard, a certificate pursuant to Section 139 of the Companies Act, 2013 has also been obtained from them.

13) EXPLANATIONS OR COMMENTS ON QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE

There is no qualification, reservation or adverse remark or disclaimer in Statuary Audit report given by the Statutory Auditor.

14) DISCLOSURE OF FRAUDS AGAINST THE COMPANY

In terms of the provisions of section 134(3)(ca) of the Companies Act, 2013, there were no fraud committed against the Company which are reportable under section 141 of Companies Act, 2013.

15) EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in **Form MGT-9** is annexed herewith as **Annexure- B.**

16) RISK MANAGEMENT POLICY

The Company has laid down the procedures to inform Board Members about risk assessment and minimization procedures. The Board of Directors of the Company has also framed risk management policy which is adopted across all the departments of the Company in an inclusive manner.

The aim of this policy is not to eliminate risks, rather to manage the risks involved in the Company activities to maximize opportunities and minimize adversity by considering the following:-

- Identification of risk, define ownership with clearly defined roles and responsibilities;
- Balance between the cost of managing risk and the anticipated benefits;
- Contributing to more efficient use/allocation of capital and resources;
- To encourage and promote an pro-active approach towards risk management;

- Identifying any unmitigated risks and formulating action plans for its treatment through regular review.

17) PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE & GUARANTEES GIVEN

Complete details of loan(s) given, investment(s) made & Guarantees given along with the purpose are provided in the financial statement (Please refer to relevant Note 6, 7 & 8 of the Financial Statements)

18) RELATED PARTY TRANSACTIONS

Particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013, in the prescribed Form AOC - 2 is annexed herewith as **Annexure- C.**

19) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

In compliance with Section 135 of the Companies Act, 2013 read with the rules made there under, the Company has constituted Corporate Social Responsibility (CSR) Committee. Further, the policy on CSR was approved by the CSR Committee and subsequently by Board of Directors in their meeting held on 2nd April, 2014.

The composition of the CSR Committee is as under:

Name of Members	DIN	Designation
Mr. Pradeep Misra	01386739	Chairman
Ms. Richa Misra	00405282	Member
Mr. Jamal Hussain Ansari	06641874	Member

The disclosure as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed to this Report as **Annexure- D.**

20) SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS OR TRIBUNALS

During the period under review, there were no significant and material orders passed by any Regulator(s), Court(s) or Tribunal(s) impacting the going concern status and Company's operations in future. Further, no strictures or penalties have been imposed on the Company by any statutory authority/ies during the period under review.

21) ANNUAL EVALUATION BY THE BOARD PERFORMANCE

RUDRABHISHEK ENTERPRISES PVT. LTD.

The criteria for performance evaluation of Directors of the Company have also been laid down by the Company. Such Performance evaluation has been done on annual basis. The evaluation framework for assessing the performance of Directors comprises of the following key areas:

i. Attendance of Board Meetings and Board Committee Meetings
ii. Quality of contribution to Board deliberations
iii. Strategic perspectives or inputs regarding future growth of Company and its performance
iv. Providing perspectives and feedback going beyond information provided by the management
v. Commitment to shareholder and other stakeholder interests.

The evaluation involves self-evaluation by the Board Member and subsequently assessment by the Board of Directors. A member of the Board will not participate in the discussion of his/her own evaluation.

22) DIRECTORS' RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

a) that in the preparation of the annual accounts, the applicable accounting standards have been followed and that no material departure were made for the same;

b) that 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 at the end of the financial year and of the profit of the Company for the period ended on March 31, 2015;

c) that Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) that the annual financial statements have been prepared on a going concern basis; and

e) that proper system has been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

23) COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS PROVIDED UNDER SUB-SECTION (3) OF SECTION 178 OF THE COMPANIES ACT, 2013

RUDRABHISHEK ENTERPRISES PVT. LTD.

Your Company, being a Private Limited Company, is neither required to appoint an Independent Director on its board nor required to constitute Nomination and Remuneration Committee under Section 178(1) of the Companies Act, 2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014.

24) CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, ADOPTION AND INNOVATION, FOREIGN EXCHANGE EARNING AND OUTGO

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014, is annexed herewith as **Annexure- E.**

25) HUMAN RESOURCES DEVELOPMENT AND INDUSTRIAL RELATIONS

The Company believes that the development of employees is one of the most important enablers for an organization. This is being done at both individual and team levels. Sustained development of its employees, both professional and personal, is the hallmark of human resource policies. The Company value it's Human Resources and is committed to ensure employee satisfaction, development and growth.

The Company is working towards developing a culture of nurturing leaders, encouraging creativity and openness. Cordial industrial relations and improvements in productivity were maintained at all of the Company's Plants and Offices during the year under review

26) PARTICULARS OF EMPLOYEES

A statement containing the names of every employee employed throughout the financial year and in receipt of remuneration of Rs. 60 lakh or more, or employed for part of the year and in receipt of Rs. 5 lakh or more a month, in accordance with the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5(2) & Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as **Annexure- F.**

27) DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT,2013

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has also been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. However, no complaint was received during the year under review.

28) ACKNOWLEDGEMENT

RUDRABHISHEK ENTERPRISES PVT. LTD.

Your Directors wish to place on record its thanks and gratitude to the shareholders, dealers, customers, Central and State Government Departments, Organizations, Agencies and other business partners for their continued trust and co-operation extended by them. Your Directors further takes this opportunity to express its sincere appreciation for all the efforts put in by the employees of the Company at all levels in achieving the results and hope that they would continue their sincere and dedicated endeavor towards attainment of better working results during the current year.

29) CAUTIONARY STATEMENT

Statements in this Board's Report describing the Company's present position, expectations or forecasts may be forward-looking within the meaning of applicable laws and regulations. Actual results may differ little bit from those expressed in the statement. Important factors that could influence the Company's operations includes global and domestic demand and supply conditions, changes in government regulations, tax laws, economic developments within the country and other factors such as litigation and industrial relations.

For and on behalf of the Board
RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Mr. Pradeep Misra	Ms. Richa Misra
(Managing Director)	(Director)
DIN: 01386739	**DIN**: 00405282
ADDRESS: Sadika Farm Mall Road, Behind Sec-D III, Vasant Kunj, Park Lane New Delhi 110070.	**ADDRESS:** Sadika Farm Mall Road, Behind Sec-D III,, Vasant Kunj, Park Lane New Delhi 110070.

Place: New Delhi

Date: 1st September, 2015

ANNEXURE –A

Form No. AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures as on 31st March, 2015

Part "A": Subsidiaries

S. No	Particulars	1	2	3	4	5
1	**Name of the subsidiary**	**Rudrabhishek Architects & Designers Private Limited**	**Rudrabhishek Trustee Company Private Limited**	**Rudrabhishek Infosystem Private Limited**	**Best Designs and Plans Private Limited**	**Rudrabhishek Singapore Pte Limited**
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NO	NO	NO	NO	NO
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	–	–	–	–	R.C-Singapore dollar Exchange Rate-0.021
4	Share capital	Rs. 2,10,000	Rs. 2,00,000	Rs. 26,50,000	Rs. 1,00,000	S$ 1,12,000
5	Reserves & surplus	Rs. 10,09,097	Rs. (43,740)	Rs. 6,44,95,820	Rs. (20,178)	S$ (6,441)
6	Total assets (including investments)	Rs. 1,84,46,587	Rs. 3,29,350	Rs. 7,41,94,035	Rs. 1,00,000	S$ 3,22,524
7	Total Liabilities (Other than equity)	Rs. 1,82,36,587	Rs. 1,29,350	Rs. 7,15,44,035	-	S$ 2,10,524
8	Investments	-	-	Rs. 4,02,83,4	-	-

RUDRABHISHEK ENTERPRISES PVT. LTD.

				60		
9	Turnover (excluding other income)	Rs. 2,02,32,126	Rs. 90,000	Rs. 1,79,38,717	-	S$ 5,09,750
10	Profit before taxation	Rs. 10,46,973	Rs. 13,806	Rs. 21,46,412	Rs. (20,178)	S$ 1,25,891
11	Provision for taxation	Rs. 3,73,994	Rs. 4,266	Rs. 1,69,70,006	-	NIL
12	Profit after taxation	Rs. 3,13,415	Rs. 932.05	Rs. 6,74,251	Rs. (20,178)	S$ 1,25,891
13	Proposed Dividend	NIL	NIL	Rs. 2650000	NIL	NIL
14	% of Shareholding	90.48%	90%	99.995%	99.999 %	90%

For and on behalf of the Board

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Mr. Pradeep Misra
(Managing Director)
DIN: 01386739
ADDRESS: Sadika Farm Mall Road, Behind Sec-D III, Vasant Kunj, Park Lane New Delhi 110070.

Ms. Richa Misra
(Director)
DIN: 00405282
ADDRESS: Sadika Farm Mall Road, Behind Sec-D III,, Vasant Kunj, Park Lane New Delhi 110070.

Place: New Delhi

Date: 1st September, 2015

(Annexure- B)

EXTRACT OF THE ANNUAL RETURN

FORM MGT-9

As on 31st March, 2015

[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	**U74899DL1992PTC050142**
ii.	Registration Date	01/09/1992
iii.	Name of the Company	RUDRABHISHEK ENTERPRISES PRIVATE LIMITED
iv.	Category/Sub-Category of the Company	Private Company having Share Capital
v.	Address of the Registered office and contact details	820, ANTRIKSHA BHAWAN, K.G.MARG Contact No- 011-49422422 FAX No- 011-49422410 Email- vikasgupta.cs@replurbanplanners.com
vi.	Whether listed Company	~~Yes~~/No
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Not Applicable

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

RUDRABHISHEK ENTERPRISES PVT. LTD.

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

SI. No.	Name and Description of main products / services	NIC Code of the Product/	% to total turnover of the company
1.	Project Consultancy	7020	100%

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.	RUDRABHISHEK ARCHITECTS AND DESIGNERS PRIVATE LIMITED	U74200DL2011PTC212735	SUBSIDIARY COMPANY	90.48%	Section 2(46), 2(87) of the Companies Act, 2013
2.	RUDRABHISHEK TRUSTEE COMPANY PRIVATE LIMITED	U65999DL2012PTC241910	SUBSIDIARY COMPANY	90%	Section 2(46), 2(87) of the Companies Act, 2013
3.	RUDRABHISHEK INFOSYSTEM PRIVATE LIMITED	U72900DL2012PTC245563	SUBSIDIARY COMPANY	99.995%	Section 2(46), 2(87) of the Companies Act, 2013
4.	BEST DESIGNS AND PLANS PRIVATE LIMITED	U74999DL2015PTC278632	SUBSIDIARY COMPANY	99.995%	Section 2(46), 2(87) of the Companies Act, 2013
5.	RUDRABHISHEK SINGAPORE PTE LIMITED, SINGAPORE	-	SUBSIDIARY COMPANY	90%	Section 2(46), 2(87) of the Companies Act, 2013

RUDRABHISHEK ENTERPRISES PVT. LTD.

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as % 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				% Change during The year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter									
1) Indian									
a) Individual/ HUF	–	4,90,500	4,90,500	87.51%	–	4,90,500	4,90,500	87.51%	NIL
b) Central Govt	–	–	–	–	–	–	–	–	–
c) State Govt(s)	–	–	–	–	–	–	–	–	–
d) Bodies Corp	–	70,000	70,000	12.49%	–	70,000	70,000	12.49%	NIL
e) Banks / FI	–	–	–	–	–	–	–	–	–
f) Any Other	–	–	–	–	–	–	–	–	–
Sub-total(A)(1):-	–	5,60,500	5,60,500	100%	–	5,60,500	5,60,500	100%	NIL
2) Foreign									
g) NRIs-Individuals	–	–	–	–	–	–	–	–	–
h) Other-Individuals	–	–	–	–	–	–	–	–	–
i) Bodies Corp.	–	–	–	–	–	–	–	–	–
j) Banks / FI	–	–	–	–	–	–	–	–	–
k) Any Other....	–	–	–	–	–	–	–	–	–
Sub-total(A)(2):-	–	–	–	–	–	–	–	–	–
B. Public Shareholding									

RUDRABHISHEK ENTERPRISES PVT. LTD.

1. *Institutions*	–	–	–	–	–	–	–	–	–
a) Mutual Funds	–	–	–	–	–	–	–	–	–
b) Banks / FI	–	–	–	–	–	–	–	–	–
c) Central Govt	–	–	–	–	–	–	–	–	–
d) State Govt(s)	–	–	–	–	–	–	–	–	–
e) Venture Capital Funds	–	–	–	–	–	–	–	–	–
f) Insurance Companies	–	–	–	–	–	–	–	–	–
g) FIIs	–	–	–	–	–	–	–	–	–
h) Foreign Venture Capital Funds	–	–	–	–	–	–	–	–	–
i) Others (specify)	–	–	–	–	–	–	–	–	–
Sub-total(B)(1)	–	–	–	–	–	–	–	–	–
2. Non Institutions	–	–	–	–	–	–	–	–	–
a) Bodies Corp.	–								
(i) Indian									
(ii) Overseas									
b) Individuals	–	–	–	–	–	–	–	–	–
(i) Individual shareholders holding nominal share capital up to Rs. 1 lakh									
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh									
c) Others(Specify)	–	–	–	–	–	–	–	–	–

RUDRABHISHEK ENTERPRISES PVT. LTD.

Sub-total(B)(2)	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
G rand Total (A+B+C)	-	5,60,500	5,60,500	100 %	-	56,0500	5,60,500	100 %	NIL

ii. *Shareholding of Promoters*

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered red to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total	% change in share holding during the year
1.	Mr. Pradeep Misra	4,60,000	82.07 %	NIL	4,60,000	82.07%	NIL	NIL
2.	Ms. Richa Misra	30,500	5.44%	NIL	30,500	5.44%	NIL	NIL
3.	Kathura Milk & Agro products Private Limited	60,000	10.70 %	NIL	60,000	10.70%	NIL	NIL
4.	Km Business Consultants Private Limited	10,000	1.78%	NIL	10,000	1.78%	NIL	NIL
	Total	5,60,500	100%	NIL	5,60,500	100%	NIL	NIL

RUDRABHISHEK ENTERPRISES PVT. LTD.

iii. *Change in Promoters' Shareholding(please specify, if there is no change)*

Sr. no		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	5,60,500	100%	5,60,500	100%
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL	NIL	NIL	NIL
	At the End of the year	5,60,500	100%	5,60,500	100%

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

Sr. no		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For Each of the Top 10 shareholders	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	NIL	NIL	NIL	NIL

RUDRABHISHEK ENTERPRISES PVT. LTD.

	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NO CHANGE			
	At the End of the year	NIL	NIL	NIL	NIL

v. *Shareholding of Directors and Key Managerial Personnel*

S. No	Name of the Director/KMP	Shareholding		Date	Increase/Decrease in shareholding	Cumulative Shareholding during the year(01-04-2014 to 31-03-2015)	
		No of shares at the beginning (01-04-2014)end of the year(31-03-2015)	% of the shares of the company			No of Share	% of the shares of the company
1.	Mr. Pradeep Misra	4,60,000	82.07%	01-04-2014	-	4,60,000	82.07%
		4,60,000	82.07%	31-03-2015	-	4,60,000	82.07%
2.	Ms. Richa Misra	30,500	5.45%	01-04-2014	-	30,500	5.45%

R.D. ABHISHEK ENTERPRISES PVT. LTD.

		30,500	5.45%	31-03-2015	-	30,500	5.45%
3.	Mr. Jamal Hussain Ansari	NIL	NIL	NIL	N.A.	NIL	NIL

V INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	0	42,63,088	0	42,63,088
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	42,63,088	0	42,63,088
Change in Indebtedness during the financial year				
Addition	0	41,00,000	0	41,00,000
Reduction	0	42,63,088	0	42,63,088
Indebtedness at the end of the financial year				
i) Principal Amount	0	41,00,000	0	41,00,000
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	41,00,000	0	41,00,000

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
1.	Gross salary	MR. PARDEEP MISRA (MD)	
	(a)Salary as per provisions contained in section 17(1) of the	Rs. 43,20,000.	Rs. 43,20,000.

SUDARSHISHEK ENTERPRISES PVT. LTD.

	Income-tax Act, 1961.		
	(b)Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL
	(c)Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NIL	NIL
2.	Stock Option	NIL	NIL
3.	Sweat Equity	NIL	NIL
4.	Commission - as% of profit - Others, specify...	Rs. 41,00,000	Rs. 41,00,000
5.	Others, please specify	NIL	NIL
6.	Total(A)	Rs. 84,20,000	Rs. 84,20,000
	Ceiling as per the Act	N.A	N.A

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Directors		Total Amount
	Independent Directors	—	—	—

RUDRABHISHEK ENTERPRISES PVT. LTD.

	·Fee for attending board committee meetings ·Commission ·Others, please specify	NIL	NIL	NIL
	Total(1)	NIL	NIL	NIL
	Other Non-Executive Directors	Mr. Jamal Hussain Ansari	Ms. Richa Misra	
	·Fee for attending board committee meetings ·Commission ·Others, please specify(Remuneration)	NIL	36,00,000	NIL
	Total(2)	NIL	36,00,000	NIL
	Total(B)=(1+2)	NIL	36,00,000	NIL
	Total Managerial Remuneration	NIL	36,00,000	NIL
	Overall Ceiling as per the Act	N.A	N.A	N.A

C. *Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD-Not applicable*

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a)Salary as per provisions contained in section17(1)of the Income-tax Act,1961	NIL	1,240,384	NIL	1,240,384
	(b)Value of perquisites u/s	NIL	15,000	NIL	15,000

RUDRABHISHEK ENTERPRISES PVT. LTD.

	17(2)Income-tax Act,1961 (c)Profits in lieu of salary under section 17(3)Income-tax Act,1961				
2.	Stock Option	NIL	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL	NIL
4.	Commission - as% of profit -others, specify...	NIL	NIL	NIL	NIL
5.	Others, please specify	NIL	NIL	NIL	NIL
6.	Total	NIL	12,55,384	NIL	12,55,384

VII PENALTIES/PUNISHMENT/COMPUNDING OF OFFENCES

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment/Compounding fees imposed	Authority[RD /NCLT/Court]	Appeal made. If any(give details)
A. Company					
Penalty					
Punishment					
Compounding					
B. Directors					
Penalty			**Not Applicable**		
Punishment					
Compoundi					

RUDRABHISHEK ENTERPRISES PVT. LTD.

ng					
C. Other Officers In Default					
Penalty					
Punishment					
Compoundi ng					

For and on behalf of the Board
RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Mr. Pradeep Misra
(Managing Director)
DIN: 01386739
ADDRESS: Sadika Farm Mall Road, Behind Sec-D III, Vasant Kunj, Park Lane New Delhi 110070.

Ms. Richa Misra
(Director)
DIN: 00405282
ADDRESS: Sadika Farm Mall Road, Behind Sec-D III,, Vasant Kunj, Park Lane New Delhi 110070.

Place: New Delhi

Date: 1st September, 2015

(Annexure -C)

Related Party Transactions:

Particulars of contracts or arrangements with related parties referred to in sub-section (*1*) of section 188 in the form AOC-2:

Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014:

1. **Details of contracts or arrangements or transactions not at arm's length basis:**

   All related party transactions that were entered into by the Company with related parties referred to in sub- section (1) of section 188 during the year under review were carried out on arm's length basis and also were in the ordinary course of business.

2. **Details of material contracts or arrangement or transactions at arm's length basis:**

   During the year under review, there were no material contracts or arrangements or transactions that have been entered into by the Company with related parties referred to in sub-section (1) of section 188.

For and on behalf of the Board
RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Mr. Pradeep Misra
(Managing Director)
DIN: 01386739
ADDRESS: Sadika Farm Mall Road, Behind Sec-D III, Vasant Kunj, Park Lane New Delhi 110070.

Ms. Richa Misra
(Director)
DIN: 00405282
ADDRESS: Sadika Farm Mall Road, Behind Sec-D III,, Vasant Kunj, Park Lane New Delhi 110070.

Place: New Delhi

Date: 1st September, 2015

(Annexure -D)

Reporting on Corporate Social Responsibility

1. **Period for which CSR is being reported** - 1st April, 2014 to 31st March, 2015

Whether information includes information about subsidiary company(s) – NO

Whether information includes information about any other entity(s) - No

2. (A) **Does the company have a written CSR policy**-Yes

(B) **A brief outline of the company's CSR policy, including overview of projects or programmes proposed to be undertaken**

The objective of CSR Policy at Rudrabhishek Enterprises Private Limited (the Company) is supportive to the guiding principle of the Company which is "The Power of Knowledge". Through the CSR initiatives, the Company would directly or indirectly take up such programmes that benefit the communities in an around its work enters and results, over a period of time, in terms of enhancing their quality of life and economic well-being of the local populace, supporting rural development, providing sanitation and drinking water, providing preventive healthcare, promoting education etc.

The Composition of the CSR Committee-:

Name of Members	DIN	DESIGNATION
Mr. Pradeep Misra	01386739	Chairman
Ms. Richa Misra	00405282	Member
Mr. Jamal Hussain Ansari	06641874	Member

3. Average net profit of the company for the last three financial years-

(Rs. In crs.)

	F.Y. 2011-12	F.Y. 2012-13	F.Y. 2013-14
Net Profit	4.63	5.83	10.64
Average Profit	7.03		

4. Prescribed CSR Expenditure (two per cent off the amount) – Rs. 14,07,501

5. Details of CSR spent during the financial year

a. Total amount to be spent for the financial year - Rs. 23,50,500.

b. Amount unspent, if any: NIL

RUDRABHISHEK ENTERPRISES PVT. LTD.

c. Manner in which the amount spent during the financial year is detailed below.

S. No.	CSR Project or activity identified	Sector in which the project is covered	Projects or programs (1) Local area or other (2)Specify the State and district where projects or program was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub heads: (1) Direct expenditure on projects or programs (2) Overheads:	Cumulative expenditure upto the reporting period	Amount spent: Direct or through implementing agency
1.	Scholarship programmes, free tuition classes, vocational training programmes	Promoting Education	Allahabad	14,07,501	23,50,500	23,50,500	23,50,500
	TOTAL				**Rs.23,50,500**		

* **Details of implementing agency:** PRADEEP RICHA EDUCARE FOUNDATION (Founded by Mr. Pradeep Misra and Mrs. Richa Misra who are also the Directors of the Company.)

6. In case the company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof, the reasons for not spending the amount in its Board report. - **N.A.**

7. The CSR Committee of the Company hereby confirms that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.

RUDRABHISHEK ENTERPRISES PVT. LTD.

For and on behalf of the Board

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Mr. Pradeep Misra
(Managing Director/Chairman of CSR Committee)
DIN: 01386739
ADDRESS: Sadika Farm Mall Road, Behind Sec-D III, Vasant Kunj, Park Lane New Delhi 110070.

Ms. Richa Misra
(Director)
DIN: 00405282
ADDRESS: Sadika Farm Mall Road, Behind Sec-D III,, Vasant Kunj, Park Lane New Delhi 110070.

Place: New Delhi

Date: 1st September, 2015

(Annexure- E)

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings & Outgo

[Section 134(3)(m) of The Companies Act, 2013 read with Rule 8(3) of The Companies Accounts) Rules, 2014]

(A)	**CONSERVATION OF ENERGY**	
(i)	the steps taken or impact on conservation of energy:	NIL
(ii)	the steps taken by the company for utilizing alternate sources of energy	NIL
(iii)	the capital investment on energy conservation equipments	NIL
(B)	**TECHNOLOGY ABSORPTION-**	
(i)	the efforts made towards technology absorption.	NIL
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution.	NIL
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)	NIL
	(a) the details of technology imported	
	(b) the year of import	
	(c) whether the technology been fully absorbed	
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	
(iv)	the expenditure incurred on Research and Development	NIL

RUDRABHISHEK ENTERPRISES PVT. LTD.

(C)	**FOREIGN EXCHANGE EARNINGS AND OUTGO**	**2014-15**	**2013-14**
(i)	The Foreign Exchange earned in terms of actual inflows during the year;	**69,79,793**	**50,053**
(ii)	The Foreign Exchange outgo during the year in terms of actual outflows.	**14,53,503**	**2,43,398**

For and on behalf of the Board

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Mr. Pradeep Misra
(Managing Director)
DIN: 01386739
ADDRESS: Sadika Farm Mall Road, Behind Sec-D III, Vasant Kunj, Park Lane New Delhi 110070.

Ms. Richa Misra
(Director)
DIN: 00405282
ADDRESS: Sadika Farm Mall Road, Behind Sec-D III,, Vasant Kunj, Park Lane New Delhi 110070.

Place: New Delhi

Date: 1st September, 2015

(ANNEXURE-F)

Information as per Rule 5(2) & Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as on 31st March, 2015

Name of the Employee(s)	Designation	Gross Remuneration paid (in Lakhs)	Educational Qualification	Date of Joining	Exp. (Yrs)	Age (Yrs)	Previous Employment and designation	Nature of Employment	% of Equity Shares
Pradeep Misra	Managing Director	84.2	B.E (CIVIL)	01/09/1992	23 Yrs.	47 Yrs. old	NIL	Permanent	82.07 %

Further, Mr. Pradeep Misra is relative to Richa Misra who is also a Director in the Company.

For and on behalf of the Board
RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Mr. Pradeep Misra
(Managing Director)
DIN: 01386739
ADDRESS: Sadika Farm Mall Road, Behind Sec-D III, Vasant Kunj, Park Lane New Delhi 110070.

Ms. Richa Misra
(Director)
DIN: 00405282
ADDRESS: Sadika Farm Mall Road, Behind Sec-D III,, Vasant Kunj, Park Lane New Delhi 110070.

Place: New Delhi

Date: 1st September, 2015

Sanjeev Neeru & Associates
Chartered Accountants

202, Mohan Place, L.S.C. 'C' Block,
Saraswati Vihar, DELHI-110 034
Tel. : 91-11-27029108, 27035428
Fax : 91-11-27035429

INDEPENDENT AUDITOR'S REPORT

To
The Members of
M/s Rudrabhishek Enterprises Private Limited

REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying financial statements of **M/s Rudrabhishek Enterprises Private Limited (the Company)**, which comprise the Balance sheet as at March 31, 2015, and the Statement of Profit & Loss and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

MANAGEMENT RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The Company's management is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance of the Company in 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 responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial control, 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 conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountant of India. Those Standards require that we comply with ethical

SANJEEV NEERU & ASSOCIATES
M. No. 90168
FRN: 013350N
CHARTERED ACCOUNTANTS

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 amount 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 entity as at March 31, 2015;

(b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date.

(c) in the case of the Cash Flow Statement, for the year ended on that date.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's report) order 2015 ("the order") issued by the central Government in terms of Section 143(11) of the Act, we give in the Annexure a statement on the matters specified in paragraph 3 and 4 of the order.

2. As required by section 143(3) of the Companies Act, 2013, 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;

SANJEEV NEERU & ASSOCIATES
M. NO. 90168
FRN:013350N
CHARTERED ACCOUNTANTS

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 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 and the Statement of Profit and Loss and Cash Flow Statement, comply with Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e. On the basis of the written representations received from the Directors as on 31st March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director under sub-section (2) of section 164 of the Act.

f. With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

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 for which there were any material foreseeable losses.

iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company

For SANJEEV NEERU & ASSOCIATES
Chartered Accountants
F. R. No: 013350N

SANJEEV NEERU & ASSOCIATES
M. NO. 90188
FRN:013350N
CHARTERED ACCOUNTANTS

Sanjeev Gupta
(Proprietor)
M. No: 090188
Place: New Delhi
Date: 1st September, 2015

ANNEXURE TO 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

(i) In respect of its fixed assets:

(a) The Company has maintained proper records of Fixed Assets showing full particulars including quantitative details and situations thereof.

(b) The fixed Assets have been physically verified by the management according to a regular programme of periodical verification which in our opinion is reasonable having regard to the size of the Company and nature of fixed Assets. The discrepancies observed on such verification were not material. The assets that had become obsolete/damaged have been sold/discharged.

(ii) The Company does not hold any physical inventories. Accordingly paragraph 3(ii)of the order is not applicable on the Company.

(iii) The Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Act. Accordingly paragraph 3(iii) of the order is not applicable.

(iv) In our opinion and according to the information and explanation provided to us, it appears that there are adequate internal control procedures commensurate with the size and nature of business for procuring the services and other assets and for the sale of services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal control system.

(v) In our opinion and according to the information and explanation provided to us, the Company has not accepted any deposits to which provision of section 73 to 76 or any other relevant provision of the Companies Act, 2013 and rules framed there under are applicable.

(vi) In our opinion and as per information given to us, maintenance of cost records under section 148(1) of the Companies Act, 2013 has not been prescribed by the Central Government for the Company.

(vii) In respect of statutory dues:

(a) According to information and explanation given to us and as per records of the Company, the Company is generally regular in depositing the undisputed statutory dues like Provident Fund, Income Tax, Sales Tax, Cess and Service tax etc with the appropriate authorities and there were no arrears of such dues at the year ended 31st March 2015 which have remained outstanding for a period of more than six months from the date they became payable:

SANJEEV NEERU & ASSOCIATES
M. No. 90163
FRN: 013350N
CHARTERED ACCOUNTANTS

(b) According to information and explanation given to us and as per records of the Company, there are no disputed statutory dues like Income Tax, Sales Tax, Wealth Tax, Customs Duty, Excise Duty, Cess and Service Tax outstanding as at 31st March, 2015.

(c) The company does not have any amount which is required to be transferred to Investor Education and Protection Fund in accordance with relevant provisions of the Companies Act, 1956 and rules made thereunder.

(viii) There are no accumulated losses of the company at the end of the financial year. The Company has not incurred any cash loss during the year or in the financial year immediately preceding the year under report.

(ix) The Company has not defaulted in repayment of dues to financial institution or bank or debenture-holders during the year.

(x) The Company has not given any guarantee for loans taken by others from Banks or Financial Institutions.

(xi) According to the information and explanations given to us and on the basis of an overall examination of the books and records of the Company, in our opinion, the term loans have not been received by the company during the year.

(xii) According to the information given to us, no fraud on or by the Company has been noticed or reported during the year.

For Sanjeev Neeru & Associates
Chartered Accountants
Firm Registration Number: 013350N

SANJEEV NEERU & ASSOCIATES * CHARTERED ACCOUNTANTS * M. NO. 90188 FRN:013350N

SANJEEV GUPTA
(Proprietor)
Membership Number: 090188
Place: New Delhi
Date: 01st September, 2015

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Balance Sheet as at March 31, 2015

(Figures in Rs.)

	Notes	As at 31-03-2015	As at 31-03-2014
EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	1	5,605,000	5,605,000
Reserves and Surplus	2	199,580,908	159,790,549
Non-Current Liabilities			
Other Long-Term Liabilities	3.1	100,000	100,000
Long Term Provisions	3.2	3,973,633	3,674,833
Deferred Tax Liability		-	7,874
Current Liabilities			
Short Term Borrowings	4.1	4,100,000	4,263,088
Trade Payables	4.2	34,265,503	30,428,319
Other Current Liabilities	4.3	53,151,897	43,121,632
Short-Term Provisions	4.4	8,465,476	7,954,519
TOTAL		**309,242,417**	**254,945,814**
ASSETS			
Non-Current Assets			
Fixed Assets	5		
Tangible Assets		23,259,923	33,412,266
Intangible Assets		5,931,374	2,721,634
Capital Work-in-Progress		**812,475**	-
Non-Current Investments	6	60,763,711	47,927,767
Long Term Loans and Advances	7	22,299,851	11,595,540
Deferred Tax Assets		1,445,809	-
Current Assets			
Current Investments	8.1	4,077,361	5,069,520
Trade Receivables	8.2	132,091,210	95,575,141
Cash and Cash Equivalents	8.3	20,255,077	23,928,146
Short Term Loans and Advances	8.4	27,120,090	27,295,366
Other Current Assets	8.5	11,185,536	7,420,435
TOTAL		**309,242,417**	**254,945,814**
Significant Accounting Policies	14		
Notes on Financial Statements	15		

As per our report of even date

For Rudrabhishek Enterprises Pvt. Ltd.

For Sanjeev Neeru & Associates
Firm Registration Number: 013350N
Chartered Accountants

M. NO. 90188
FRN:013350N

Proprietor
Membership Number: 090188
Place: New Delhi
Date: 1st September, 2015

For Rudrabhishek Enterprises Pvt. Ltd.

Director

Pradeep Misra
(Director)
[DIN: 01386739
R/o: Sadhika Farm Mall Road
Behind, Second-D-III, Park Lane
Vasant Kunj, Delhi- 70

For and on behalf of the Board

Richa Misra
(Director)
[DIN: 00405282
R/o: Sadhika Farm Mall Road
Behind, Second-D-III, Park Lane
Vasant Kunj, Delhi- 70

For RUDRABHISHEK ENTERPRISES PVT. LTD.

Director

Company Secretary

Vikas Gupta
(Company Secretary)
[Memb. No.: A23543
R/o:C-298/1, Street No. 11
Opp. Jain Dharamshala, Thana Road
Bhajan Pura, Delhi-53

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Statement of Profit and Loss for the year ended March 31, 2015

(Figures in Rs.)

	Notes	For the year ended on 31-03-2015	For the year ended on 31-03-2014
Revenue			
Revenue From Operations	9	348,679,084	317,064,295
Other Income	10	2,820,887	4,201,623
Total Revenue		**351,499,971**	**321,265,918**
Expenses			
Employee Benefits Expense	11	129,297,822	101,924,798
Finance Costs	12	337,564	1,473,594
Depreciation & Amortisation Expense		12,869,083	7,728,657
Other Expenses	13	134,992,401	121,796,405
Total Expenses		**277,496,870**	**232,923,454**
Profit before Exceptional, Extraordinary Items & Taxation		**74,003,102**	**88,342,464**
Add/(Less): Extraordinary Items (Profit of slump sale)		-	**18,080,217**
Income Tax Adjustment for Earlier Years		-	12,310
Profit Before Taxation		**74,003,102**	**106,410,371**
Tax Expense:			
Current Tax including wealth Tax		28,668,100	30,410,540
Deferred Tax		(1,453,682)	79,910
Profit for the Year		**46,788,684**	**75,919,921**
Earnings Per Share (Face value of Rs.10 each)			
Basic / Diluted (excluding Extra ordinary items)(in Rs.)		83.48	103.19
Basic / Diluted (inclusive of Extra ordinary items)(in Rs.)		83.48	135.45
Significant Accounting Policies	14		
Notes on Financial Statements	15		

As per our report of even date

For Sanjeev Neeru & Associates
Firm Registration Number: 013350N
Chartered Accountants

For Rudrabhishek Enterprises Pvt. Ltd.

M. NO. 90188
FRN:013350N
SANJEEV NEERU & ASSOCIATES * CHARTERED ACCOUNTANTS *

Proprietor
Membership Number: 090188
Place: New Delhi
Date: 1st September, 2015

For Rudrabhishek Enterprises Pvt. Ltd.
Director

Pradeep Misra
(Director)
[DIN: 01386739
R/o: Sadhika Farm Mall Road
Behind, Second-D-III, Park Lane
Vasant Kunj, Delhi- 70

For RUDRABHISHEK ENTERPRISES PVT. LTD.
Director

Richa Misra
(Director)
[DIN: 00405282
R/o: Sadhika Farm Mall Road
Behind, Second-D-III, Park Lane
Vasant Kunj, Delhi- 70

For RUDRABHISHEK ENTERPRISES PVT. LTD.
Company Secretary

For and on behalf of the Board

Vikas Gupta
(Company Secretary)
[Memb. No.: A23543
R/o:C-298/1, Street No. 11
Opp. Jain Dharamshala, Thana Road
Bhajan Pura, Delhi-53

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Notes to the Financial Statements

For the year ended March 31, 2015

(Figures in Rs)

	As at 31-03-2015	As at 31-03-2014
1 Share Capital		
Authorised		
10,00,000 Equity Shares of Rs.10/- each	10,000,000	10,000,000
	10,000,000	**10,000,000**
Issued, Subscribed and Paid-up		
5,60,500 (Previous Year 5,60,500) Equity Shares of Rs.10/- each fully paid up	5,605,000	5,605,000
	5,605,000	**5,605,000**

a. Reconciliation of the number of shares outstanding

Equity Shares	No. of Shares	As at 31-03-2015	No. of Shares	As at 31-03-2014
Number of Equity Shares at the beginning of the year	560,500	5,605,000	560,500	5,605,000
Equity Shares issued during the year	-	-	-	-
	560,500	5,605,000	560,500	5,605,000
Less: Shares bought back during the year	-	-	-	-
Number of Equity Shares at the end of the year	**560,500**	**5,605,000**	**560,500**	**5,605,000**

b. Terms and rights attached to Equity Shares

The Company has only one class of Equity Shares having a face value of Rs10 per share. Each holder of the Equity Shares is entitled to one vote per share

c. Aggregate number of Equity Shares issued for consideration other than cash during the period of five years immediately preceding the reporting date	-	-	-	-
d. Aggregate number of Bonus Shares issued during the period of five years immediately preceding the reporting date	-	-	-	-

e. Details of Shareholders holding more than 5% Shares in the Company

Name of Share Holder	As at 31-03-2015		As at 31-03-2014	
	No. of Share Holding	Holding %	No. of Share Holding	Holding %
Equity Shares with Voting Rights				
Pradeep Misra	460,000	82.07	460,000	82.07
Richa Misra	30,500	5.44	30,500	5.44
Kathura Milk & Agro Products Pvt Ltd	60,000	10.70	60,000	10.70
Others	10,000	1.78	10,000	1.78
Total	**560,500**	**100.00**	**560,500**	**100.00**

For Rudrabhishek Enterprises Pvt. Ltd.

Director

For Rudrabhishek Enterprises Pvt. Ltd.

Director

SANJEEV NEERU & ASSOCIATES CHARTERED ACCOUNTANTS M. No. 90168 FRN:013350N

For RUDRABHISHEK ENTERPRISES PVT. LTD.

Company Secretary

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Notes to the Financial Statements

For the year ended March 31, 2015

(Figures in Rs.)

		As at 31-03-2015		As at 31-03-2014
2. Reserves and Surplus				
General Reserve				
As per last Balance Sheet	19,533,448		11,941,448	
Add: Transferred from surplus in Statement of Profit and Loss	4,678,870	24,212,318	7,592,000	19,533,448
Surplus / (Deficit) in Statement of Profit and Loss				
As per last Balance Sheet	140,257,101		78,486,750	
Less: Depreciation as per Schedule II (Note 5)	325,629		-	
Add: Profit for the Year	46,788,684		75,919,921	
	186,720,156		154,406,671	
Less: Appropriations:				
Dividend Proposed to be Distributed to Equity Shareholders (`10 per share)	5,605,000		5,605,000	
Tax on Dividend	1,067,696		952,570	
Transfer to General Reserve	4,678,870	175,368,590	7,592,000	140,257,101
Closing Balance Carried Forward to Balance Sheet		199,580,908		159,790,549

For Rudrabhishek Enterprises Pvt. Ltd.

Director

For Rudrabhishek Enterprises Pvt. Ltd.

Director

SANJEEV NEERU & ASSOCIATES
M. NO. 90168
FRN:013350N
CHARTERED ACCOUNTANTS

For RUDRABHISHEK ENTERPRISES PVT. LTD.

Company Secretary

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Notes to the Financial Statements

For the year ended March 31, 2015

(Figures in Rs.)

	As at 31-03-2015	As at 31-03-2014
3. Non-Current Liabilities		
3.1. Other Long term Liabilities		
Security Deposits Received	100,000	100,000
	100,000	100,000
3.2 Long term Provisions		
Provision for Employee Benefits:		
Provision for Gratuity	3,973,633	3,674,833
	3,973,633	3,674,833

For Rudrabhishek Enterprises Pvt. Ltd.

Director

For RUDRABHISHEK ENTERPRISES PVT. LTD.

Company Secretary

For Rudrabhishek Enterprises Pvt. Ltd.

Director

SANJEEV NEERU & ASSOCIATES
M. NO. 90168
FRN:013350N
CHARTERED ACCOUNTANTS

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Notes to the Financial Statements

For the year ended March 31, 2015

(Figures in Rs.)

	As at 31-03-2015	As at 31-03-2014
4. Current Liabilities		
4.1. Short Term Borrowings		
Loan from related party (Refer Note No. 15.7)	4,100,000	4,263,088
	4,100,000	4,263,088
4.2. Trade Payables		
Other than Acceptances	34,265,503	30,428,319
	34,265,503	30,428,319
Due to related party (Refer Note No.)	*16,463,180*	*6,291,078*
4.3. Other Current Liabilities		
Advance received from Customers (Refer Note No.)	25,000,000	25,783,558
Security Deposit-Others	1,635,000	-
Other Payables:		
Salaries Payable	10,344,184	9,384,069
Statutory Dues Payable	8,010,985	6,428,648
Employees Imprest A/c	1,349,253	1,525,357
Creditors for fixed Assets	812,475	-
Advance for sale of proerty	6,000,000	-
	53,151,897	43,121,632
4.4. Short-term Provisions		
(a) Provision for Employee Benefits:		
Provision for Leave Entitlements	1,069,304	975,546
Provision for Gratuity	723,476	421,403
Total (a)	1,792,780	1,396,949
(b) Provision - Others:		
Provision for Proposed Equity Dividend	5,605,000	5,605,000
Provision for Tax on Proposed Dividend	1,067,696	952,570
Total (b)	6,672,696	6,557,570
Total (a+b)	8,465,476	7,954,519

For Rudrabhishek Enterprises Pvt. Ltd.

Director

For RUDRABHISHEK ENTERPRISES PVT. LTD.

Company Secretary

For Rudrabhishek Enterprises Pvt. Ltd.

Director

SANJEEV NEERU & ASSOCIATES CHARTERED ACCOUNTANTS M. NO. 90168 FRN 013350N

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Notes to the Financial Statements

For the year ended March 31, 2015

5. Fixed Asset

(Figures in Rs.)

Particulars	Gross Block				Depreciation /Ammortisation					Net Block	
	As at 1 April 2014	Additions During the Year	Deductions/ Adjustments	As at 31 March 2015	As at 1 April 2014	Depreciation/ Amortization as er Schedule II	Charge to Reserve as per Schedule II	Deductions/ Adjustments During the Year	As at 31 March 2015	As at 31 March 2015	As at 31 March 2014
A. Tangible Fixed Assets											
Improvement to Lease-hold Building	13,767,458	-	-	13,767,458	1,362,859	1,220,109	-	-	2,582,968	11,184,490	12,404,599
Furniture & Fixtures	6,908,090	538,780	-	7,446,870	3,068,061	1,162,475	31,097	-	4,261,634	3,185,236	3,840,029
Vehicles	6,530,018	-	1,417,906	5,112,112	2,696,485	1,074,541	-	588,779	3,182,247	1,929,865	3,833,533
Office Equipments	10,602,399	62,128	-	10,664,527	3,540,817	2,872,375	173,900	-	6,587,092	4,077,435	7,061,582
Computer Hardware	13,371,705	1,670,626	93,575	14,948,755	7,099,180	4,881,858	120,632	35,813	12,065,857	2,882,898	6,272,524
Total (A)	51,179,669	2,271,534	1,511,481	51,939,722	17,767,403	11,211,358	325,629	624,592	28,679,798	23,259,923	33,412,266
B. Intangible Fixed Assets											
Computer Software	6,653,627	4,867,465	-	11,521,092	3,931,993	1,657,725	-	-	5,589,718	5,931,374	2,721,634
Total (B)	6,653,627	4,867,465	-	11,521,092	3,931,993	1,657,725	-	-	5,589,718	5,931,374	2,721,634
TOTAL (A+B)	57,833,296	7,138,999	1,511,481	63,460,813	21,699,396	12,869,083	325,629	624,592	34,269,516	29,191,297	36,133,900
Previous Year	49,489,989	9,187,110	843,803	57,833,296	14,395,064	7,728,657		424,325	21,699,396	36,133,900	35,094,925

For Rudrabhishek Enterprises Pvt. Ltd.

Director

For Rudrabhishek Enterprises Pvt. Ltd.

Director

For RUDRABHISHEK ENTERPRISES PVT. LTD.

Company Secretary

SANJEEV NEERU & ASSOCIATES
M. NO. 90168
FRN 013350N
CHARTERED ACCOUNTANTS

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Notes to the Financial Statements

For the year ended March 31, 2015

(Figures in Rs)

	As at 31-03-2015	As at 31-03-2014
6. Non-Current Investments		
Investment- At Cost		
Unquoted Non-Trade Investment in Fully Paid-Up Equity Instruments of:		
a. Subsidiaries		
10,000 (Previous Year: Nil) Equity Share of ` 10 each of Best Designs & Plans Pvt Ltd	100,000	-
19,000 (Previous Year: 19000) Equity Share of ` 10 each of Rudrabhishek Architects & Designer Pvt Ltd	190,000	190,000
2,65,000 (Previous Year: 2,65,000) Equity Share of ` 10 each of Rudrabhishek Infosystems Pvt. Ltd.	20,169,000	20,169,000
18,000 (Previous Year: 18,000) Equity Share of ` 10 each of Rudrabhishek Trustee Company Pvt. Ltd.	180,000	180,000
100,800 (Previous Year: 45,000) Equity Share of SGD 1 each of Rudrabhishek Signapore Pte Ltd.	5,074,711	2,338,767
b. Other Entity		
5,000 (Previous Year: 5,000) Equity Share of ` 10 each of Damini Marketing Pvt. Ltd.	50,000	50,000
Other Investments		
3,500 (Previous Year : 2,500) units in "Rudrabhishek Infrastructure Trust" (Refer Note No.)	35,000,000	25,000,000
Aggregate amount of Unquoted Investments	60,763,711	47,927,767
7. Long Term Loans and Advances		
(Unsecured, considered good unless stated otherwise)		
Capital Advances	6,162,931	-
Security Deposits		
- Considered Good	5,069,275	4,235,584
- Considered Doubtful*	600,000	600,000
Interest Accrued on Deposits	2,878,491	1,782,466
Tendor Money Recoverable	7,589,154	4,977,490
	22,299,851	11,595,540

** Security deposit with Agra Nagar Nigam for recovery of which Legal case has been filed by the company.*

For Rudrabhishek Enterprises Pvt. Ltd.

Director

For RUDRABHISHEK ENTERPRISES PVT. LTD.

Company Secretary

For Rudrabhishek Enterprises Pvt. Ltd.

Director

SANJEEV NEERU & ASSOCIATES CHARTERED ACCOUNTANTS M NO. 90168 FRN:013350N

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Notes to the Financial Statements

For the year ended March 31, 2015

(Figures in Rs)

	As at 31-03-2015	As at 31-03-2014
8. Current Assets		
8.1 Current Investments		
Quoted Investments in Mutual Funds (23798.378 (Previous Year: 121979.166) units of DWS Credit Opportunities Fund)	240,611	1,232,770
Aggregate market value of quoted investment Rs. 2,40,875/-.		
Investment Property (held for sale)	3,836,750	3,836,750
	4,077,361	5,069,520
8.2. Trade Receivables		
(Unsecured, considered good unless stated otherwise)		
Trade receivable outstanding for a period exceeding six months from the date they were due for payment		
- Considered Good	72,658,432	30,564,114
- Considered Doubtful	8,979,641	-
Others	59,432,778	65,011,026
Less: Provision for Doubtful Debts	(8,979,641)	
	132,091,210	95,575,141
8.3. Cash and Cash Equivalents		
Balances with Banks:		
-In Current Accounts	3,782,911	9,007,222
-In Deposit Accounts	11,485,400	10,319,000
Cash on Hand	4,986,766	4,601,924
	20,255,077	23,928,146
8.4. Short Term Loans and Advances		
(Unsecured, considered good unless stated otherwise)		
Advances to Employees	56,000	82,667
Prepaid Expenses	748,452	474,432
Loan to subsidiaries	12,494,443	13,880,432
Security Deposit	550,000	-
Advance to Suppliers	13,271,194	11,968,835
Share Application Money (Recoverable)	-	889,000
	27,120,090	27,295,366
8.5 Other Current Assets		
Advance Payment of Taxes (Net of Provisions)	6,043,475	4,079,119
Service Tax Receivable	3,762,356	1,809,065
Other Receivables	1,379,705	1,532,251
	11,185,536	7,420,435

For Rudrabhishek Enterprises Pvt. Ltd.

Director

For Rudrabhishek Enterprises Pvt. Ltd.

SANJEEV NEEMA & ASSOCIATES CHARTERED ACCOUNTANTS M. NO. 90168 FRN 013350N

Director

For RUDRABHISHEK ENTERPRISES PVT. LTD.

Company Secretary

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Notes to the Financial Statements

For the year ended March 31, 2015

(Figures in Rs)

	For the year ended on 31-03-2015	For the year ended on 31-03-2014
9. Revenue from Operations		
Sale of Services (Net)	348,679,084	317,064,295
	348,679,084	317,064,295
10. Other Income		
Interest Income		
a) Interest from Banks on FDR's	928,788	894,396
b) Interest Income from Advances to Subsidiary	1,638,971	1,445,226
Other Non Operating Income:		
Liabilities no longer required Written Back	145,286	1,798,924
Dividend Income	107,169	26,615
Miscellaneous Income	673	36,461
	2,820,886.92	4,201,623

For RUDRABHISHEK ENTERPRISES PVT. LTD.

Company Secretary

For Rudrabhishek Enterprises Pvt. Ltd.

Director

For Rudrabhishek Enterprises Pvt. Ltd.

Director

SANJEEV NEERU & ASSOCIATES
M. NO. 90168
FRN: 013350N
CHARTERED ACCOUNTANTS

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Notes to the Financial Statements

For the year ended March 31, 2015

(Figures in Rs)

	For the year ended on 31-03-2015	For the year ended on 31-03-2014
11. Employee Benefits Expenses		
Salaries and Wages	116,358,423	93,147,237
Contribution to Provident and Other Funds	3,126,756	1,695,966
Staff Welfare Expenses	1,644,119	1,152,653
Contribution to Gratuity	719,254	614,931
Bonus to Employees	7,449,270	5,314,011
	129,297,822	101,924,798
12. Finance Cost		
Interest	-	1,295,342
Bank Charges (Includes Guarantee Commission)	298,095	174,367
Interest on Late Payment TDS	39,469	3,885
	337,564	1,473,594
13. Other Expenses		
Printing & Stationery	3,438,515	4,205,447
Rent	15,870,963	13,451,727
Repairs and Maintenance:		
Computers	253,268	224,346
Others	2,249,223	2,760,618
Office Supplies	1,712,230	1,562,139
Postage & Courier Expenses	288,874	208,427
Rates & Taxes	140,458	1,500
Travelling and Conveyance Expenses	13,858,292	13,118,357
Telephone Expenses	2,282,715	2,280,886
Legal and Professional Charges	68,650,812	58,695,372
Auditors' Remuneration:		
Audit Fees	60,000	60,000
Taxation Matters	12,500	12,500
Other Services		93,882
Bad Debts Written Off	188,425	10,055,421
Provision for Doubtful Debts	8,979,641	-
Diwali Expenses	22,943	-
Electricity & Water Expenses	3,723,652	3,293,763
Books & Periodicals	31,197	22,622
Insurance Expenses	148,375	54,506
Security Charges	457,836	434,596
Software Expenses	75,109	107,629
Subscription Expenses	1,830,385	378,098
Tender Application Fees	753,138	525,325
Equipment Hiring Charges	43,415	15,488
Advertisement Expenses	4,157,453	4,260,764
Business Promotion Expenses	134,709	1,081,243
Sundry balances written off	106,000	43,536
Miscellaneous Expenses	66,436	294,247
CSR Expenses	2,350,500	1,199,567
Loss on sale of Assets	-	177,064
Foreign Exchange Fluctuations	72,671	137,335
Royalty	3,000,000	3,000,000
Prior Period Expenses	32,666	40,000
	134,992,401	121,796,405

For Rudrabhishek Enterprises Pvt. Ltd.

Director

For Rudrabhishek Enterprises Pvt. Ltd.

Director

For RUDRABHISHEK ENTERPRISES PVT. LTD.

Company Secretary

NOTE NO.: 14 SIGNIFICANT ACCOUNTING POLICIES & NOTES TO THE FINANCIAL STATEMENTS

BASIS OF PREPARATION

The financial statements have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared the financial statements to comply in all material aspect of the Accounting Standard (AS) notified by Section 133 of the Companies Act 2013 read together with paragraph 7 of the Companies (Accounts) Rules 2014. The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year except for the change in accounting policy explained below. The financial statements have been prepared on an accrual basis and under historical cost convention.

Statement of Significant Accounting Policies

a) Change in accounting policy-Depreciation on fixed assets

Till the year ended March 31, 2014, Schedule XIV to the Companies Act, 1956, prescribed requirements concerning depreciation of fixed assets. From the current year, schedule XIV has been replaced by Schedule II to the Companies Act, 2013. The applicability of Schedule II has resulted in the following changes related to depreciation of fixed assets. Unless stated otherwise, the impact mentioned for the current year is likely to hold good for future years also.
Till the year ended March 31, 2014, depreciation rates prescribed under Schedule XIV were treated as minimum rates and the Company was not allowed to charge depreciation at lower rates even if such lower rates were justified by the estimated useful life of the asset. Schedule II to the Companies Act 2013 prescribes useful lives for fixed assets which, in many cases, are different from lives prescribed under the erstwhile Schedule XIV. However, Schedule II allows companies to use higher/ lower useful lives and residual values if such useful lives and residual values can be technically supported and justification for difference is disclosed in the financial statements.

b) Use of estimates

The preparation of financial statements in conformity with the generally accepted accounting principles in India (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of the financial statements and the result of operations during the year. Difference between the actual cost and estimates are recognized in the year in which the results are known or materialized examples of such estimates are estimated useful life of assets, classification of assets/liabilities as current or non-current in certain circumstances, provision for doubtful receivables, retirement benefits and provision for schemes for enhancement of sales, etc. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

c) Current/ non current classification

All assets and liabilities are classified into current and non-current

Assets
An asset is classified as current when it satisfies any of the following criteria:

For Rudrabhishek Enterprises Pvt. Ltd.

Director

For Rudrabhishek Enterprises Pvt. Ltd.

SANJEEV NEERU & ASSOCIATES CHARTERED ACCOUNTANTS M. NO. 90168 FRN 013350N

Director

For RUDRABHISHEK ENTERPRISES PVT. LTD.

Company Secretary

(a) It is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycles;
(b) It is held primarily for the purpose of being traded;
(c) It is held expected to be realized within 12 months after the reporting date; or
(d) It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion for non-current financial assets.
All other assets are classified as non-current.

Liabilities

A Liability is classified as current when it satisfies any of the following criteria;
(a) it is expected to be settled in the Company's normal operating cycle;
(b) it is held primarily for the purpose of being traded;
(c) it is due to be settled within 12 months after the reporting date; or
(d) the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option, of the counter party, results in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities
All other liabilities are classified as non-current.

Operating Cycle

Operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The Company's normal operating cycle is 12 months.

d) Fixed assets

Fixed assets are stated at cost of acquisition or construction/installation and also the preoperative expenses/ other attributable expenses incurred upto the date of start of commercial production/ on asset being ready to use less accumulated depreciation.

e) Depreciation/amortization

Tangible

Depreciation on fixed assets is being provided using the written down value method as per schedule II of the companies act 2013 or during its useful lives of the assets as estimated by the management. Depreciation for assets purchased /sold during a period is proportionately charged.

However, individual assets costing Rs. 5000/- or less are depreciated at the rate of 100%.

Intangibles

Intangible assets (Software) are being depreciated over a period of five years.

f) Impairment of Assets

The carrying amount of assets, other than inventories is reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exits, the recoverable

For Rudrabhishek Enterprises Pvt. Ltd.
Director

For Rudrabhishek Enterprises Pvt. Ltd.
Director

SANJEEV NEERU & ASSOCIATES
M. NO. 90168
FRN 013350N
CHARTERED ACCOUNTANTS

For RUDRABHISHEK ENTERPRISES PVT. LTD.
Company Secretary

amount of the asset is estimated. An impairment loss is recognized whenever the carrying amount of an asset or its cash generating units exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and the value in use which is determined based on the estimated future cash flow discounted to their present values. All impairment losses are recognized in compliance with AS-28.

An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount and recognized in compliance with AS-28.

g) **Borrowing Cost**

Borrowing cost attributable to acquisition, construction or production of qualifying assets (assets which requires substantial period) are capitalized to the cost of respective assets up to the date of capitalization. All other borrowing costs are charged to statement of profit & loss.

h) **Revenue Recognition:**

(a) Architectural & Consultancy Services

Revenue has been recognized as per the terms of the agreement.

(b) Interest Income

Interest income is recognized using the time proportion method, taking in to account the amount outstanding and the rates applicable.

(c) Dividend

Dividend Income is recognized on actual receipt of dividend income.

(d) All expenses & other revenue are accounted for on accrual basis. Leave travel assistance to employees are accounted for on payment basis.

i) **Employees Retirement/ other Benefits**

Contributions made towards Provident Fund (under the Employees Provident Fund and Miscellaneous Provisions Act, 1952) are charged to the Profit and Loss Account.

All employee benefits payable within twelve months of rendering the services are classified as short term employee benefit and balance as long term employee benefit.

j) **Provision**

A provision is recognized when the entity has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

For Rudrabhishek Enterprises Pvt. Ltd.

Director

For Rudrabhishek Enterprises Pvt. Ltd.

SANJEEV NEERU & ASSOCIATES CHARTERED ACCOUNTANTS M. NO. 90168 FRN:013350N

Director

For RUDRABHISHEK ENTERPRISES PVT. LTD.

Company Secretary

k) **Taxation**

The provision for income tax is made as per provisions of Income Tax Act, 1961.

In accordance with the provisions of Accounting Standard 22 - 'Accounting for Taxes on Income,' issued by the Institute of Chartered Accountants of India, the deferred tax for timing differences between the books and tax profits for the period is accounted for using the tax rates and the law that have been enacted or substantively enacted on the balance sheet date.

Deferred tax assets arising from the timing differences shall be accounted for only in the case there is virtual certainty that the asset can be realized in future.

Net outstanding balance in deferred tax account is recognized as deferred tax asset/liabilities. The deferred tax account is used solely for reversing timing difference as and when crystallized.

l) **Foreign Currency Transactions**

a) Transactions denominated in the foreign currencies are recorded at the exchange rate prevailing on the date of transaction or that approximates the actual rate at the date of transaction.

b) Any income or expenses on account of exchange differences either on settlement or on translation is recognized in the Profit & Loss account except in the case of long term liabilities, where they relate to acquisition of fixed assets, in which case they are adjusted to the carrying amount of such asset.

m) **Investments**

Current Investments are valued at lower of cost and fair market value. Long term investments are valued at cost except in the case of a permanent diminution in the value of investment is made, wherever applicable.

For RUDRABHISHEK ENTERPRISES PVT. LTD.

Company Secretary

For Rudrabhishek Enterprises Pvt. Ltd.

Director

For Rudrabhishek Enterprises Pvt. Ltd.

Director

SANJEEV NEERU & ASSOCIATES
M. NO. 90168
FRN:013350N
CHARTERED ACCOUNTANTS

15. NOTES TO THE FINANCIAL STATEMENTS

1. Contingent Liabilities not provided for: (Amount Rs. in Lacs)

A	Contingent Liability	31-Mar-15	31-Mar-14
	Claims against company not acknowledged as debts	-	-
	Tax and other demands	-	-
	Bank Guarantee Given against which the Company has fixed deposits with respective banks	78.71	63.75
		-	-

2. Estimated capital commitments outstanding (net of advances) and not provided for:(Amount in Lacs)

B	Commitments	31-Mar-15	31-Mar-14
	Estimated amount of contracts remains to be executed on capital account and not provided for	679.67	581.00
	Uncalled liability on shares and other investments partly paid-up	-	-
	Other Commitment (Investment in Rudrabhishek Infrastructure Trust)*	150.00	250.00
	Total	829.67	831.00

* The Company has entered into an agreement with Rudrabhishek Infrastructure Trust for investment in the fund of Rs. 5.00 Crore out of which company has paid Rs. 3.50 Crore which is shown under the head "Non current investment".

3. Pursuant to The Micro, Small & Medium Enterprises Development Act, 2006, (MSMED Act 2006) the name(s) of the supplier(s) to whom the Company owe a sum exceeding Rs. 1.00 Lac which is outstanding beyond the specified period as on 31-03-2015 have not been furnished in view of insufficient information from the suppliers regarding their status as MSME unit hence amount overdue to such enterprises as on 31-03-2015 cannot be ascertained. However, no specific claims have been received for interest from suppliers.

4. Disclosure as per Accounting Standard- 20 on " Earning Per Share"
The elements considered for the calculation of Earning per Share (Basic & Diluted) are as under:

Particular	2014-15	2013-14
Net Profit after tax	4,67,88,684	7,59,19,921
Weighted Average Number of Shares	5,60,500	5,60,500
Basic Earning Per Share	83.48	135.45

5. **Employee Benefits**

i) Defined contribution Plans: The Company has recognized Rs. 31.27 Lacs (Previous Year Rs. 16.96 Lacs) related to employer's contribution to Provident Fund & other funds in Statement of Profit & Loss.

For Rudrabhishek Enterprises Pvt. Ltd.

Director

For Rudrabhishek Enterprises Pvt. Ltd.

SANJEEVEERU & ASSOCIATES M. NO. 90168 FRN:013350N CHARTERED ACCOUNTANTS

Director

For RUDRABHISHEK ENTERPRISES PVT. LTD

Company Secretary

ii) Post employment benefit plan in the form of gratuity:

a) The detail of retirement benefits with regard to provision/charge for the year on account of gratuity, which is in the nature of defined benefit, are as under:

(In Lacs)

	31/03/2015	31/03/2014
Changes in the Present value of the defined benefit obligation are as follows:		
Obligation at the beginning of the year	41.61	38.11
Interest cost	3.26	3.43
Current service cost	13.20	10.39
Benefits paid	(1.83)	(2.66)
Actuarial (gain)/loss on obligation	(9.27)	(7.66)
Obligation at the end of the year	46.97	41.61

Net employee benefit expense recognized in the employee cost		
Gratuity cost for the year		
Interest cost	3.26	3.43
Current service cost	13.20	10.39
Actuarial (gain)/loss on obligation	(9.27)	(7.66)
Net Expense to be recognized	7.19	6.16

	31/03/2015	31/03/2014
Assumption used in accounting for gratuity plan		
Discount rate	7.84%	9.00%
Expected rate of salary increase	5.50%	5.50%
Normal retirement age	60 years	60 years

The estimate of future salary increase, considered in actuarial valuation, take into account inflation, seniority, promotions and other relevant factors.

6. In compliance with the accounting standard -22 relating to "Accounting for Taxes on Income" the deferred tax liability has been provided as per details below:

(Amount in Rs.)

Particulars	2014-15	2013-14
Deferred Tax Liability		
Timing difference on account of Depreciations under Company's Laws and Income Tax Laws	1,07,197	14,16,195
Less: Deferred Tax Assets	15,53,005	14,08,321
Deferred Tax liability/(Asset)	(14,45,809)	7,874
Net Expenses booked in Profit & Loss account	**(14,53,682)**	**79,910**

7. As required by Accounting Standard - AS 18 "Related party disclosures" issued by the Institute of Chartered Accountants, following are the names and nature of related parties (As identified by the Management) :

For Rudrabhishek Enterprises Pvt. Ltd.

Director

For Rudrabhishek Enterprises Pvt. Ltd.

Director

SANJEEV NEERU & ASSOCIATES CHARTERED ACCOUNTANTS M. NO. 90168 FRN:013350N

For RUDRABHISHEK ENTERPRISES PVT. LTD.

Company Secretary

A. **Key Management Personnel and their relatives:**

Key Management Personnel

1. Mr. Pardeep Misra (Director)
2. Mrs. Richa Misra (Director)
3. Mr. Jamal Hussain Ansari (Director)

Relatives of Director with whom transactions have been entered into:

1. Gyanwati Misra (Mother of Pradeep Misra)

B. **Subsidiary Company (Indian)**

1. M/s Rudrabhishek Architects & Designers Private Limited
2. M/s Rudrabhishek Trustees Company Private Limited
3. M/s Rudrabhishek Infosystems Private Limited
4. M/s Best Designs and Plans Private Limited

C. **Subsidiary Company (Foreign)**

1. M/s Rudrabhishek Singapore Pte Limited, Singapore

D. **Associate Concern**

1. M/s Samad Trade Links Pvt.Ltd.
2. M/s Pushp Products Pvt. Ltd
3. M/s Wisdom Planners & Developers Private Limited
4. M/s Pradeep Richa Educare Foundation
5. M/s Paarth Infrabuild Private Limited
6. M/s New Modern Buildwell Private Limited

The following transactions were carried out with related parties in the ordinary course of business:

Nature of Transaction	*Name of Party*	*2014-15 (In Rs.)*	*2013-14 (In Rs.)*
Director's Remuneration	Mr. Pradeep Misra	84,20,000	89,29,000
	Ms. Richa Misra	36,00,000	21,60,000
Sitting Fees	Mr. Pradeep Misra	-	5,000
	Ms. Richa Misra	-	5,000
	Mr. Jamal Hussai Ansari	-	5,000
Rent Paid*	M/s Pushp Products Pvt. Ltd	99,50,602	90,51,721
	Gyanwati Misra	3,60,000	1,20,000
	M/s Samad Trade Links Pvt.Ltd.	10,24,184	10,24,184
Professional Charges paid	M/s Pushp Products Pvt. Ltd	12,35,960	8,50,000
	M/s Rudrabhishek Architects & Designers Private Limited	1,98,82,102	95,01,532*
	M/s Rudrabhishek Infosystems Private Limited	1,21,350	51,38,591*
Loans/Advances	M/s Rudrabhishek	-	1,02,000

For Rudrabhishek Enterprises Pvt. Ltd.

Director

For Rudrabhishek Enterprises Pvt. Ltd.

SANJEEV NEEMA & ASSOCIATES CHARTERED ACCOUNTANTS M. NO. 90168 FRN:013350N

Director

For RUDRABHISHEK ENTERPRISES PVT. LTD.

Company Secretary

Recovered	Infosystems Private Limited		
	M/s Rudrabhishek Architects & Designers Private Limited	-	25,00,000
	M/s Rudrabhishek Singapore Pte Limited	32,80,573	-
Loans Granted	M/s Rudrabhishek Architects & Designers Private Limited	-	9,00,000
	M/s Rudrabhishek Infosystems Private Limted	-	1,00,000
	M/s Rudrabhishek Singapore Pte Limited	8,50,000	24,78,559
Advances Received	M/s Wisdom Planners & Developers Private Limited	-	2,50,00,000
	M/s New Modern Buildwell Private Limited	60,00,000	-
Loan Taken	Pradeep Misra	41,00,000	22,54,088
Loan Repaid	Pradeep Misra	42,63,088	43,41,000
Interest Received	M/s Rudrabhishek Architects & Designers Private Limited	11,14,290	10,43,147
	M/s Rudrabhishek Infosystems Private Limted	99,678	91,140
	M/s Rudrabhishek Singapore Pte Limited	1,62,668	50,053
Interest Paid	M/s Wisdom Planners & Developers Private Limited	-	12,95,342
Royalty Received	M/s Rudrabhishek Architects & Designers Private Limited	4,70,102	4,06,362*
	M/s Rudrabhishek Infosystems Private Limited	2,01,559	1,12,494*
Royalty Paid	Pradeep Misra	30,00,000	30,00,000
Slump Sale (Transfer of business)	M/s Rudrabhishek Infosystems Private Limited (Wholly owned Susidiary)		2,00,00,000
Investments	M/s Rudrabhishek Infrastructure Trust	1,00,00,000	2,50,00,000
Security Deposits Paid	Gyanwati Misra		90,000
	M/s Pushp Products Pvt.		27,20,266

For Rudrabhishek Enterprises Pvt. Ltd.

Director

For Rudrabhishek Enterprises Pvt. Ltd.

Director

SANJEEV NEERU & ASSOCIATES
M. NO. 90168
FRN 013350N
CHARTERED ACCOUNTANTS

For RUDRABHISHEK ENTERPRISES PVT. LTD.

Company Secretary

	Ltd		
Professional charges Received*	M/s Paarth Infrabuild Private Limited	11,99,72,653	6,63,59,338
	M/s New Modern Buildwell Private Limited	95,53,400	14,04,500
Sale of Fixed Assets	M/s Paarth Infrabuild Private Limited	8,29,127	3,78,750

** Inclusive of Service Tax*

Note: The above transactions are excluding reimbursements.

Balance at the year-end:

Balance at the end of the year	*Name of Party*	*2014-15 (In Rs.)*	*2013-14 (In Rs.)*
Salary Payable	Mr. Pradeep Misra	19,76,517	21,06,339
	Ms. Richa Misra	57,850	17,660
Imprest A/c	Mr. Pradeep Misra	33,440	1,50,888
Sundry Creditors	M/s Rudrabhishek Architects & Designers Private Limited	68,17,454	41,07,389
	M/s Pushp Products Pvt. Ltd	21,29,626	15,45,870
	M/s Rudrabhishek Infosystems Private Limited	73,85,987	29,24,814
	M/s Samad Trade Links Pvt.Ltd.	77,752	-
Sundry Debtors	M/s Rudrabhishek Architects & Designers Private Limited	54,60,619	29,80,780
	M/s Paarth Infrabuild Private limited	435,20,457	(3,66,990)
	M/s Rudrabhishek Infosystems Private Limited	10,16,424	8,97,885
	M/s Rudrabhishek Infrastructure Trust	32,714	38,989
	M/s New Modern Buildwell Private Limited	2,55,350	-
Loan and Advances Granted	M/s Rudrabhishek Architects & Designers Private Limited	99,20,894	89,18,033
	M/s Rudrabhishek Infosystem Private Limited	8,85,993	7,96,283
	M/s Rudrabhishek Singapore Pte Limited, Singapore	Nil	24,78,559
	M/s Rudrabhishek	16,87,556	16,87,556

For Rudrabhishek Enterprises Pvt. Ltd.

Director

For Rudrabhishek Enterprises Pvt. Ltd.

Director

SANJEEV NEERU & ASSOCIATES CHARTERED ACCOUNTANTS M. NO. 90168 FRN:013350N

For RUDRABHISHEK ENTERPRISES PVT. LTD.

Company Secretary

	Singapore Pte Limited		
Loan Taken	Pradeep Misra	41,00,000	42,63,088
Advance for sale of FSI	M/s Wisdom Planners & Developers Private Limited	2,50,00,000	2,50,00,000
	M/s New Modern Buildwell Private Limited	60,00,000	-
Security deposits Paid	Gyanwati Misra	90,000	90,000
	M/s Pushp Products Pvt. Ltd	27,20,266	27,20,266
Interest payable	M/s Wisdom Planners & Developers Private Limited	11,65,808	

Note: Balances also includes year-end outstanding on account of reimbursement.

A.	**Value of import calculated at C.I.F basis**	**31-Mar-15**	**31-Mar-14**
	Raw material	-	-
	Components and spare parts	-	-
	Capital goods	-	-
		-	-
B	**Expenditure in foreign currency (accrual basis)**	**31-Mar-15**	**31-Mar-14**
	Professional & Other Charges	2,94,942	2,43,398
	Royalty	-	-
	Travelling Expenses	11,58,561	-
		-	-

Information regarding Import and Other Matters:

C	**Earning in foreign currency**	**31-Mar-15**	**31-Mar-14**
	Interest Received from Subsidiary	1,62,668	50,053
	Professional Income	68,17,125	-
	Other (specify nature)		

D. Imported and indigenous raw material, components and spare parts consumed:

	CIF Value(in Lacs)	31-Mar-15		31-Mar-14	
		% of total consumption	Value	% of total consumption	Value
	Raw material				
	Imported	-	-	-	-
	Indigenous	-	-	-	-
		-	-	-	-
	Components				
	Imported	-		-	-
	Indigenous	-	-	-	-
		-	-	-	-

For Rudrabhishek Enterprises Pvt. Ltd.

Director

For Rudrabhishek Enterprises Pvt. Ltd.

SANJEEV NEERU & ASSOCIATES CHARTERED ACCOUNTANTS M. NO. 90168 FRN:013350N

Director

For RUDRABHISHEK ENTERPRISES PVT. LTD.

Company Secretary

	Spare parts				
	Imported	-	-	-	-
	Indigenous	-	-	-	-
		-	-	-	-

8. Previous years' figures have been regrouped/rearranged wherever necessary to make these comparable with those of current year.
9. The Company does not have any pending litigations which would impact its financial position.
10. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
11. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
12. Pursuant to the enactment of the Companies Act 2013, (the 'Act'), the Company has, effective 1st April 2014, reviewed and revised the estimated useful lives of its fixed assets, in accordance with the provisions of Schedule II of the Act. The consequential impact on the depreciation charged to the Statement of Profit and Loss during the year on account of the aforesaid change comes to Rs. 57,86,381/-. In respect of assets, whose useful life is exhausted as at 1st April, 2014, is not material.

As per our report attached
For Sanjeev Neeru & Associate
Chartered Accountants
Firm Registration No.: 013350N

For Rudrabhishek Enterprises Pvt. Ltd.

SANJEEV NEERU & ASSOCIATES * CHARTERED ACCOUNTANTS * M. NO. 90188 FRN:013350N

Sanjeev Gupta
(Proprietor)
M. No.-90188
Place: New Delhi
Date: 01st September, 2015

For & on behalf of Board of
Rudrabhishek Enterprises Private Limited

For Rudrabhishek Enterprises Pvt. Ltd.
Director

Pradeep Misra
(Managing Director)
[DIN: 01386739
R/o: Sadhika Farm
Mall Road, Mall Road,
Behind Second-D-III,
Park Lane, Vasant Kunj]

For RUDRABHISHEK ENTERPRISES PVT. LTD.
Director

Richa Misra
(Director)
[DIN: 00405282
R/o: Sadhika Farm
Behind Sec-D-III,
Park Lane, Vasant Kunj,
New Delhi-70]

Company Secretary

Vikas Gupta
(Company Secretary)
[Memb. No.:A23543
R/o: C-298/1,
Street No. 11,
Opp. Jain Dharamshala
Thana Road, Bhajanpura
New Delhi-110053]

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

CASH FLOW STATEMENT

(For the year ending 31st March, 2015)

(Figures in Rs.)

		Year ended 31-03-2015		Year ended 31-03-2014
CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit Before Tax		74,003,102		106,422,681
Adjustments for:				
Depreciation	12,869,083		7,728,657	
Interest Expenses	-		1,295,342	
Loss/(Profit) on Sale of Fixed Assets	-		177,064	
Provision for doubtful debts	8,979,641		-	
Sundry balance w/off	188,425		10,098,957	
Extraordinary Profits (Profits from Slump Sale)	-		(18,080,217)	
Liabilities written back	(145,286)		(1,798,924)	
Interest Income	(2,567,759)		(2,339,622)	
Dividend Income	(107,169)	19,216,934	(26,615)	(2,945,358)
Operating Profit before Working Capital Changes		**93,220,036**		**103,477,322**
Adjustments for:				
Decrease/(Increase) in Receivables	(45,684,135)		(44,756,574)	
Decrease/(Increase) in Short-term loans and advances	175,276		(12,739,112)	
Decrease/(Increase) in Long-term loans and advances	(4,541,380)		(3,776,633)	
Decrease/(Increase) in Other Current Assets	(1,834,501)		(2,201,478)	
Increase/(Decrease) in Trades Payables	3,982,470		19,377,743	
Increase/(Decrease) in Long-Term Provisions	298,800		317,010	
Increase/(Decrease) in Short-Term Provisions	510,957		277,991	
Increase/(Decrease) in Current Laibilities	3,217,790	(43,874,723)	33,395,174	(10,105,879)
Cash generated from operations		49,345,313		93,371,443
Less: Income Tax paid		30,624,116		29,563,736
Net Cash flow from Operating activities		**18,721,197**		**63,807,707**
CASH FLOW FROM INVESTING ACTIVITIES				
Payment for purchase of fixed assets	(13,301,930)		(10,279,393)	
Increase in Investments	(12,835,944)		(47,237,767)	
Proceeds from Sale of Fixed Assets	886,888		18,322,634	
Proceeds/(Investments) from Sale of Current Investments	992,159		(4,938,002)	
Advance for Sale of Property	6,000,000		(1,496,635)	
Investment In FDRs	(4,763,200)		(5,611,800)	
Proceeds from Maturity of FDRs	3,596,800		1,970,000	
Interest Income	2,567,759		2,339,622	
Dividend Income	107,169		26,615	
Net Cash used in Investing activities		**(16,750,298)**		**(46,904,726)**
CASH FLOW FROM FINANCING ACTIVITIES				
Proceeds from Short term Borrowings	4,100,000		5,065,088	
Repayment of Short term Borrowings	(4,352,798)		(7,152,000)	
Finance Cost	-		(1,295,342)	
Dividend paid (Including Dividend Distribution Tax)	(6,557,570)		(6,557,570)	
Net Cash used in financing activities		**(6,810,368)**		**(9,939,824)**
Net increase in cash & Cash Equivalents		(4,839,469)		6,963,157
Opening Cash and Cash equivalents		13,609,146		6,645,989
Closing Cash and Cash equivalents		**8,769,677**		**13,609,146**
Cash & Cash Equivalents		**As on 31.3.2015**		**As on 31.3.2014**
Cash in Hand		4,986,766		4,601,924
Cash at Bank		3,782,911		9,007,222
Cash & Cash equivalents as stated		**8,769,677**		**13,609,146**

Note: The above cash flow statement has been prepared in accordnce with the 'Indirect mthod' as set out in the Accounting Standard 3 - Cash Flow Statement as specified in the Companies (Accounting Standards) Rules, 2006.

As per our report of even date

For Rudrabhishek Enterprises Pvt. Ltd.

For Sanjeev Neeru & Associates
Firm Registration Number: 013350N
Chartered Accountants

M. NO. 90188
FRN:013350N

Sanjeev Gupta
Proprietor
Membership Number: 090188
Place: New Delhi
Date: 1st September,2015

For Rudrabhishek Enterprises Pvt. Ltd.

Director

Pradeep Misra
(Director)
[DIN: 01386739
R/o: Sadhika Farm Mall Road
Behind, Second-D-III, Park Lane
Vasant Kunj, Delhi- 70

For and on behalf of the Board

Director

Richa Misra
(Director)
[DIN: 00405282
R/o: Sadhika Farm Mall Road
Behind, Second-D-III, Park Lane
Vasant Kunj, Delhi- 70

For RUDRABHISHEK ENTERPRISES PVT. LTD.

Company Secretary

Vikas Gupta
(Company Secretary)
[Memb. No.: A23543
R/o:C-298/1, Street No. 11
Opp. Jain Dharamshala, Thana Road
Bhajan Pura, Delhi-53

Sanjeev Neeru & Associates
Chartered Accountants

202, Mohan Place, L.S.C. 'C' Block,
Saraswati Vihar, DELHI-110 034
Tel. : 91-11-27029108, 27035428
Fax : 91-11-27035429

INDEPENDENT AUDITOR'S REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

To

The Members of

M/s Rudrabhishek Enterprises Private Limited

REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

We have audited the accompanying the consolidated financial statements of M/s Rudrabhishek Enterprises Private Limited ("the Company") and its subsidiaries (the holding company and its subsidiaries together referred to as "the Group"), which comprise the Consolidated Balance sheet as at March 31, 2015, the Consolidated Statement of Profit & Loss and the Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

MANAGEMENT RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding Company's Management is responsible for the preparation of these Consolidated financial statements in terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the Consolidated financial position, Consolidated financial performance and consolidated cash flow of the Group in 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 (as amended). The holding Company's management, and the respective management of the subsidiaries included in group are responsible for the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error. Further, in terms with the provisions of the Act, the respective management of Holding Company and its subsidiaries which are incorporated in India are responsible for maintenance of adequate accounting records; safeguarding the assets; preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; 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, which have been used for the purpose of preparation of the consolidated financial statements by the management of the Holding Company, as aforesaid.

SANJEEV NEERU & ASSOCIATES
M. NO. 90188
FRN:013350N
CHARTERED ACCOUNTANTS

AUDITOR'S RESPONSIBILITY

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

An audit involves performing procedures to obtain audit evidence about the amount and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments; the auditor considers internal control relevant to the Holding Company's preparation and fair presentation of the consolidated 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 the Holding Company's management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

OPINION

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on the financial statements of the subsidiaries, the aforesaid consolidated 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 Consolidated Balance Sheet, of the state of affairs of the Group as at March 31, 2015;

b) in the case of the Consolidated Statement of Profit and Loss, of the profit for the year ended on that date;

c) in the case of the Consolidated Cash Flow Statement, for the year ended on that date.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's report) order 2015 ("the order") issued by the central Government in terms of Section 143(11) of the Act and based on the comments in the auditor's reports of the subsidiary companies incorporated in India, we give in the Annexure a statement based on the aggregation of all the reports on the matters specified in paragraph 3 and 4 of the order, as applicable to such companies.

SANJEEV NEERU & ASSOCIATES
M. NO. 90188
FRN:013350N
CHARTERED ACCOUNTANTS

2. As required by section 143(3) of the Companies Act, 2013, and based on the auditor's reports of the subsidiaries, we report, to the extent applicable, that:

   a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements;

   b. in our opinion proper books of account as required by law relating to the preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of other auditors;

   c. the Consolidated Balance Sheet and the Consolidated Statement of Profit & Loss and Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account;

   d. In our opinion, the aforesaid consolidated financial statements, comply with Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

   e. On the basis of the written representations received from the Directors of the Holding Company as on 31st March, 2015 taken on record by the Board of Directors of the Holding Company, none of the directors of the Group Companies is disqualified as on 31st March, 2015 from being appointed as a director under sub-section (2) of section 164 of the Act.

   f. With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

      i) The Group does not have any pending litigations which would impact its financial position.

      ii) The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

      iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company

For SANJEEV NEERU & ASSOCIATES
Chartered Accountants
F. R. No: 013350N

SANJEEV NEERU & ASSOCIATES
M. NO. 90188
FRN:013350N
CHARTERED ACCOUNTANTS

Sanjeev Gupta
(Proprietor)
M. No: 090188
Place: New Delhi
Date: 15th September, 2015

ANNEXURE TO 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

(i) In respect of its fixed assets:

(i) The Holding Company and certain consolidated entities have maintained proper records of Fixed Assets showing full particulars including quantitative details and situations of fixed assets. Remaining consolidated entities do not have any fixed assets. Accordingly, the provisions of clause 3(i) of the order are not applicable to them.

(ii) The fixed Assets have been physically verified by the management of the Holding Company and respective consolidated entities according to a regular programme of periodical verification which in our opinion is reasonable having regard to the size of the Group and nature of fixed Assets. The discrepancies observed on such verification were not material. The assets that had become obsolete/ damaged have been sold/ discharged.

(ii) The Holding Company and consolidated entities do not hold any physical inventories. Accordingly paragraph 3(ii) of the order is not applicable on the Group.

(iii) The Holding Company and consolidated entities have not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Act. Accordingly paragraph 3(iii) of the order is not applicable.

(iv) In our opinion and according to the information and explanation provided to us, it appears that there are adequate internal control procedures commensurate with the size and nature of business for procuring the services and other assets and for the sale of services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal control system.

(v) In our opinion and according to the information and explanation provided to us, the Holding Company and consolidated entities have not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014. Accordingly the provisions of clause 3(v) of the Order are not applicable to them.

(vi) In our opinion and as per information given to us, maintenance of cost records under section 148(1) of the Companies Act, 2013 has not been prescribed by the Central Government for the Holding Company and consolidated entities.

(vii) In respect of statutory dues:

(a) According to information and explanation given to us and as per records of the Holding Company and consolidated entities are generally regular in depositing the undisputed statutory dues like Provident Fund, Income Tax, Sales Tax, Cess and Service tax etc with the appropriate authorities and there were no arrears of such dues at the year ended 31st March 2015 which have remained outstanding for a period of more than six months from the date they became payable:

SANJEEV NEERU & ASSOCIATES
M. NO. 90188
FRN:013350N
CHARTERED ACCOUNTANTS

(b) According to information and explanation given to us and as per records of the Holding Company and consolidated entities, there are no disputed statutory dues like Income Tax, Sales Tax, Wealth Tax, Customs Duty, Excise Duty, Cess and Service Tax outstanding as at 31st March, 2015.

(c) The Holding Company and consolidated entities does not have any amount which is required to be transferred to Investor Education and Protection Fund in accordance with relevant provisions of the Companies Act, 1956 and rules made thereunder.

(viii) In our opinion, the Group has no accumulated losses on consolidated basis at the end of the financial year and the Group has not incurred any cash loss on consolidated in the current and the immediately preceding financial year.

(ix) The Holding Company and consolidated entities have not defaulted in repayment of dues to financial institution or bank or debenture-holders during the year.

(x) The Holding Company and consolidated entities have not given any guarantee for loans taken by others from Banks or Financial Institutions.

(xi) In our opinion no term loan has been raised/received by the Holding Company and consolidated entities. Accordingly, the provisions of the Clause 3(xi) of the Order are not applicable to them.

(xii) According to the information given to us, no fraud on or by the Holding Company and consolidated entities has been noticed or reported during the year.

For Sanjeev Neeru & Associates
Chartered Accountants
Firm Registration Number: 013350N

SANJEEV NEERU & ASSOCIATES
M. NO. 90188
FRN:013350N
CHARTERED ACCOUNTANTS

SANJEEV GUPTA
(Proprietor)
Membership Number: 090188
Place: New Delhi
Date: 28th September, 2015

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED
Consolidated Balance Sheet as at March 31, 2015

(Figures in Rs.)

	Notes	As at 31-03-2015	As at 31-03-2014
EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	1	5,605,000	5,605,000
Reserves and Surplus	2	234,360,310	183,863,671
Minority Interest		617,174	88,651
Non-Current Liabilities			
Other Long-Term Liabilities	3.1	100,000	100,000
Long Term Provisions	3.2	4,559,971	4,070,529
Current Liabilities			
Short Term Borrowings	4.1	4,125,000	4,388,088
Trade Payables	4.2	22,148,872	27,035,634
Other Current Liabilities	4.3	55,773,659	47,221,643
Short-Term Provisions	4.4	8,528,830	7,956,175
TOTAL		**335,818,816**	**280,329,391**
ASSETS			
Non-Current Assets			
Fixed Assets			
Tangible Assets	5	23,488,816	34,010,099
Intangible Assets		6,643,693	3,260,276
Capital Work-in-Progress		812,475	
Non-Current Investments	6	75,333,460	71,256,754
Long Term Loans and Advances	7	22,299,851	11,595,540
Deferred Tax Assets (Net)		1,388,030	58,364
Current Assets			
Current Investments	8.1	4,077,361	5,069,520
Trade Receivables	8.2	132,764,149	96,930,418
Cash and Cash Equivalents	8.3	31,504,627	26,423,060
Short Term Loans and Advances	8.4	15,007,828	13,456,730
Other Current Assets	8.5	22,498,526	18,268,631
TOTAL		**335,818,816**	**280,329,391**
Significant Accounting Policies	14		
Notes on Financial Statements	15		

As per our report of even date

For Sanjeev Neeru & Associates
Firm Registration Number: 013350N
Chartered Accountants

SANJEEV NEERU & ASSOCIATES NO. 90188 FRN:013350N CHARTERED ACCOUNTANTS

Proprietor
Membership Number: 090188
Place: New Delhi
Date: 4th September, 2015

For and on behalf of the Board

For Rudrabhishek Enterprises Pvt. Ltd.

Pradeep Misra
(Director)
[DIN: 01386739
R/o: Sadhika Farm Mall Road
Behind, Sec-D-III, Park Lane
Vasant Kunj, Delhi- 70

Director

Richa Misra
(Director)
[DIN: 00405282
R/o: Sadhika Farm Mall Road
Behind, Sec-D-III, Park Lane
Vasant Kunj, Delhi- 70

For Rudrabhishek Enterprises Pvt. Ltd.

Vikas Gupta
(Company Secretary)
[Memb. No.: A23543
R/o:C-298/1, Street No. 11
Opp. Jain Dharamshala, Thana Road
Bhajan Pura, Delhi-53

Authorised Signatory

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

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Consolidated Statement of Profit and Loss for the year ended March 31, 2015

(Figures in Rs.)

	Notes	For the year ended on 31-03-2015	For the year ended on 31-03-2014
Revenue			
Revenue from Operations	9	384,422,906	331,287,823
Other Income	10	2,148,194	3,003,300
Total Revenue		**386,571,100**	**334,291,123**
Expenses			
Employee Benefits Expense	11	154,958,030	120,617,699
Finance Costs	12	382,550	1,481,848
Change in Inventories		1,369,800	(1,997,800)
Depreciation & Amortisation Expense		13,481,713	8,257,548
Other Expenses	13	129,253,450	121,395,775
Total Expenses		**299,445,543**	**249,755,070**
Profit before Exceptional, Extraordinary Items & Taxation		87,125,557	84,536,052
Less: Income Tax Adjustements		(51,072)	11,604
Profit Before Taxation		**87,074,485**	**84,524,448**
Tax Expense:			
Current Tax		30,743,360	31,158,487
Deferred Tax		(1,422,563)	40,956
Add:MAT Credit		103,606	122,947
Profit After Tax (before adjustment of Minority Interest)		**57,650,082**	**53,447,953**
Less: Share of Profit of Minority Transfer to Minority Interest		68,694	48,652
Profit After Tax (after adjustment of Minority Interest)		**57,581,388**	**53,399,301**
Earnings Per Share (Face value of Rs.10 each)			
Basic / Diluted (in Rs.)		102.73	95.27
Significant Accounting Policies	14		
Notes on Financial Statements	15		

As per our report of even date

For Sanjeev Neeru & Associates
Firm Registration Number: 013350N
Chartered Accountants

For Rudrabhishek Enterprises Pvt. Ltd.

SANJEEV NEERU & ASSOCIATES M. NO. 90188 FRN:013350N

Proprietor
Membership Number: 090188
Place: New Delhi
Date: 4th September, 2015

For and on behalf of the Board

For Rudrabhishek Enterprises Pvt. Ltd.

Pradeep Misra
(Director)
[DIN: 01386739
R/o: Sadhika Farm Mall Road
Behind, Sec-D-III, Park Lane
Vasant Kunj, Delhi- 70

Richa Misra
(Director)
[DIN: 00405282
R/o: Sadhika Farm Mall Road
Behind, Sec-D-III, Park Lane
Vasant Kunj, Delhi- 70

Authorised Signatory

Vikas Gupta
(Company Secretary)
[Memb. No.: A23543
R/o:C-298/1, Street No. 11
Opp. Jain Dharamshala, Thana Road
Bhajan Pura, Delhi-53

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

CONSOLIDATED CASH FLOW STATEMENT

(For the year ending 31st March, 2015)

(Figures in Rs.)

	Year ended 31-03-2015		Year ended 31-03-2014	
CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit Before Tax		87,125,557		84,536,052
Adjustments for:				
Depreciation	13,481,713		8,257,548	
Interest Expenses	-		1,295,342	
Loss/(Profit) on Sale of Fixed Assets	-		176,691	
Provision for Gratuity & Leave Encashment	893,987		734,742	
Provision for doubtful debts	8,979,641		-	
Sundry balance w/off	190,376		43,536	
Extraordinary Items	552,725		4,963,138	
Dimunition in value of Investment	299,663		373	
Liabilities written back	(329,008)		(1,798,924)	
Interest Income	(1,600,929)		(1,141,299)	
Dividend Income	(107,169)	22,360,998	(36,461)	12,494,686
Operating Profit before Working Capital Changes		**109,486,555**		**97,030,738**
Adjustments for:				
Decrease/(Increase) in Receivables	(45,003,748)		(32,451,326)	
Decrease/(Increase) in Short-term loans and advances	(1,551,098)		(12,574,136)	
Decrease/(Increase) in Long-term loans and advances	(4,541,380)		(2,270,277)	
Decrease/(Increase) in Other Current Assets	545,403		25,027,196	
Increase/(Decrease) in Trades Payables	(4,886,762)		17,193,995	
Increase/(Decrease) in Current Laibilities	2,068,549	(53,369,036)	33,474,035	28,399,487
Cash generated from operations		56,117,519		125,430,225
Less: Income Tax paid		35,673,336		63,474,150
Net Cash flow from Operating activities		**20,444,183**		**61,956,075**
CASH FLOW FROM INVESTING ACTIVITIES				
Payment for purchase of fixed assets	(13,752,736)		(9,475,523)	
Increase in Investments	(4,376,369)		(71,206,754)	
Increase in Investments (Merger)			45,966,065	
Proceeds from Sale of Fixed Assets	886,889		242,787	
Proceeds/(Investments) from Sale of Current Investments	992,159		(4,938,375)	
Advance for Sale of Property	6,000,000		-	
Investment In FDRs	(6,816,776)		(5,611,800)	
Proceeds from Maturity of FDRs	3,596,800		1,970,000	
Interest Income	1,600,929		1,141,299	
Dividend Income	107,169		36,461	
Net Cash used in Investing activities		**(11,761,934)**		**(41,875,840)**
CASH FLOW FROM FINANCING ACTIVITIES				
Repayment of Short term Borrowings (Net)	(263,088)		(3,741,912)	
Finance Cost	-		(1,295,342)	
Dividend paid (Including Dividend Distribution Tax)	(6,557,570)		(6,557,570)	
Net Cash used in financing activities		**(6,820,658)**		**(11,594,824)**
Net increase in cash & Cash Equivalents		1,861,591		8,485,410
Opening Cash and Cash equivalents		16,104,060		7,618,650
Closing Cash and Cash equivalents		**17,965,651**		**16,104,060**
Cash & Cash Equivalents				
Cash in Hand		5,581,946		5,199,493
Cash at Bank		12,383,705		10,904,567
Cash & Cash equivalents as stated		**17,965,651**		**16,104,060**

Note: The above cash flow statement has been prepared in accordnce with the 'Indirect mthod' as set out in the Accounting Standard 3 - Cash Flow Statement as specified in the Companies (Accounting Standards) Rules, 2006.

As per our report of even date

For Sanjeev Neeru & Associates
Firm Registration Number: 013350N
Chartered Accountants

SANJEEV NEERU & ASSOCIATES
M.NO. 90188
FRN:013350N
CHARTERED ACCOUNTANTS

Sanjeev Gupta
Proprietor
Membership Number: 090188
Place: New Delhi
Date: 4th September,2015

For Rudrabhishek Enterprises Pvt. Ltd.

For and on behalf of the Board

For Rudrabhishek Enterprises Pvt. Ltd.

Director

Authorised Signatory

Pradeep Misra
(Director)
[DIN: 01386739
R/o: Sadhika Farm Mall Road
Behind, Sec-D-III, Park Lane
Vasant Kunj, Delhi- 70

Richa Misra
(Director)
[DIN: 00405282
R/o: Sadhika Farm Mall Road
Behind, Sec-D-III, Park Lane
Vasant Kunj, Delhi- 70

Vikas Gupta
(Company Secretary)
[Memb. No.: A23543
R/o:C-298/1, Street No. 11
Opp. Jain Dharamshala, Thana Road
Bhajan Pura, Delhi-53

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Notes to the Financial Statements

For the year ended March 31, 2015

(Figures in R

	As at 31-03-2015	As at 31-03-201
1 Share Capital		
Authorised		
10,00,000 Equity Shares of Rs.10/- each	10,000,000	10,000,0
	10,000,000	**10,000,0**
Issued, Subscribed and Paid-up		
5,60,500 (Previous Year 5,60,500) Equity Shares of Rs.10/- each fully paid up	5,605,000	5,605,0
	5,605,000	**5,605,0**

a. Reconciliation of the number of shares outstanding

Equity Shares	No. of Shares	As at 31-03-2015	No. of Shares	As at 31-03-2014
Number of Equity Shares at the beginning of the year	560,500	5,605,000	560,500	5,605,0
Equity Shares issued during the year	-	-	-	-
	560,500	5,605,000	560,500	5,605,0
Less: Shares bought back during the year	-	-	-	-
Number of Equity Shares at the end of the year	**560,500**	**5,605,000**	**560,500**	**5,605,0**

b. Terms and rights attached to Equity Shares

The Company has only one class of Equity Shares having a face value of Rs10 per share. Each holder of the Equity Shares is entitled to one vote per share

c. Aggregate number of Equity Shares issued for consideration other than cash during the period of five years immediately preceding the reporting date	-	-	-	-
d. Aggregate number of Bonus Shares issued during the period of five years immediately preceding the reporting date	-	-	-	-

e. Details of Shareholders holding more than 5% Shares in the Company

Name of Share Holder	As at 31-03-2015		As at 31-03-2014	
	No. of Share Holding	Holding %	No. of Share Holding	Holding %
Equity Shares with Voting Rights				
Pradeep Misra	460,000	82.07	460,000	82.07
Richa Misra	30,500	5.44	30,500	5.44
Kathura Milk & Agro Products Pvt Ltd	60,000	10.70	60,000	10.70
Others	10,000	1.78	10,000	1.78
Total	**560,500**	**100.00**	**560,500**	**100.00**

SANJEEV NEERU & ASSOCIATES CHARTERED ACCOUNTANTS M. NO 90188 FRN:013350N

For Rudrabhishek Enterprises Pvt. Ltd.

Director

For Rudrabhishek Enterprises Pvt. Ltd.

Authorised Signatory

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Notes to the Financial Statements

For the year ended March 31, 2015

(Figures in Rs.)

		As at 31-03-2015		As at 31-03-2014
2. Reserves and Surplus				
Capital Reserve				
As per last Balance Sheet	46,000,000			
Addition during the year	-	46,000,000	46,000,000	46,000,000
General Reserve				
As per last Balance Sheet	19,533,448		11,941,448	
Add: Transferred from surplus in Statement of Profit and Loss	4,813,720	24,347,168	7,592,000	19,533,448
Surplus / (Deficit) in Statement of Profit and Loss				
As per last Balance Sheet	118,330,223		75,671,928	
Add: Profit for the Year	57,581,388		53,399,300	
Add: RIPL Merger	-		(33,935)	
Less: Depreciation Charged (Refer Note-5)	(359,069)		-	
	175,552,542		129,037,293	
Less: Appropriations:				
Dividend Proposed to be Distributed to Equity Shareholders (`10 per share)	5,605,000		5,605,000	
Tax on Dividend	1,120,680		952,570	
Transfer to General Reserve	4,813,720		7,592,000	
Reversal of Loss	-	164,013,142	(3,442,500)	118,330,223
Closing Balance Carried Forward to Balance Sheet		**234,360,310**		**183,863,671**

SANJEEV NEERU & ASSOCIATES
M. NO 90188
FRN:013350N
CHARTERED ACCOUNTANTS

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Notes to the Financial Statements

For the year ended March 31, 2015

(Figures in Rs.)

	As at 31-03-2015	As at 31-03-2014
3. Non-Current Liabilities		
3.1. Other Long term Liabilities		
Security Deposits Received	100,000	100,000
	100,000	**100,000**
3.2 Long term Provisions		
Provision for Employee Benefits:		
Provision for Gratuity	4,559,971	4,070,529
	4,559,971	**4,070,529**

SANJEEV NEERU & ASSOCIATES
M. NO. 90188
FRN: 013350N
CHARTERED ACCOUNTANTS

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Notes to the Financial Statements

For the year ended March 31, 2015

(Figures in Rs.)

	As at 31-03-2015	As at 31-03-2014
4. Current Liabilities		
4.1. Short Term Borrowings		
Loan From Related Party-Director	4,125,000	4,388,088
	4,125,000	**4,388,088**
4.2. Trade Payables		
Other than Acceptances	22,148,872	27,035,634
	22,148,872	**27,035,634**
4.3. Other Current Liabilities		
Advance received from Customers	25,000,000	26,013,124
Security Deposit-Others	1,635,000	-
Share Application Money Refundable	-	1,000,000
Other Payables:		
Salaries Payable	11,682,062	10,548,277
Statutory Dues Payable	8,387,727	7,076,861
Employees Imprest A/c	1,422,530	1,563,670
Creditors for Fixed Assets	812,475	-
Advance for sale of proerty	6,000,000	-
Other Expenses Payables	833,865	1,019,711
	55,773,658	**47,221,643**
4.4. Short-term Provisions		
(a) Provision for Employee Benefits:		
Provision for Leave Entitlements	1,069,304	975,546
Provision for Gratuity	733,846	423,059
Total (a)	1,803,150	1,398,605
(b) Provision - Others:		
Provision for Proposed Equity Dividend	5,605,000	5,605,000
Provision for Tax on Proposed Dividend	1,120,680	952,570
Total (b)	6,725,680	6,557,570
Total (a+b)	**8,528,830**	**7,956,175**

SANJEEV NEERU & ASSOCIATES CHARTERED ACCOUNTANTS M. NO. 90188 FRN:013350N

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Notes to the Financial Statements

For the year ended March 31, 2015

(Figures in Rs.)

5. Fixed Asset

Particulars	Gross Block				Depreciation /Ammortisation					Net Block	
	As at 1 April 2014	Additions During the Year	Deductions/ Adjustments	As at 31 March 2015	As at 1 April 2014	For the year	Charge to Reserve as per Schedule II	Deductions/ Adjustments During the Year	As at 31 March 2015	As at 31 March 2015	As at 31 March 2014
A. Tangible Fixed Assets											
Building- Lease-hold	13,767,458	-	-	13,767,458	1,362,859	1,220,109	-	-	2,582,968	11,184,490	12,404,599
Furniture & Fixtures	6,908,090	538,780	-	7,446,870	3,068,061	1,162,475	31,097	-	4,261,634	3,185,236	3,840,029
Vehicles	6,530,018	-	1,417,906	5,112,112	2,696,485	1,074,541	-	588,779	3,182,247	1,929,865	3,833,533
Office Equipments	10,706,786	62,128	-	10,768,914	3,557,049	2,906,976	173,900	-	6,637,925	4,130,989	7,149,737
Computer Hardware	14,852,907	1,764,426	93,575	16,523,757	8,070,704	5,276,557	154,072	35,813	13,465,521	3,058,236	6,782,202
Total (A)	**52,765,258**	**2,365,334**	**1,511,481**	**53,619,111**	**18,755,159**	**11,640,659**	**359,069**	**624,592**	**30,130,295**	**23,488,816**	**34,010,099**
B. Intangible Fixed Assets											
Goodwill (Consolidation)	63,214	357,006	-	420,220	-	-	-	-	-	420,220	63,214
Computer Software	7,514,549	4,867,465	-	12,382,014	4,317,487	1,841,054	-	-	6,158,541	6,223,473	3,197,062
Total (B)	**7,577,763**	**5,224,471**	**-**	**12,802,234**	**4,317,487**	**1,841,054**	**-**	**-**	**6,158,541**	**6,643,693**	**3,260,276**
TOTAL (A+B)	**60,343,021**	**7,589,805**	**1,511,481**	**66,421,344**	**23,072,646**	**13,481,713**	**359,069**	**624,592**	**36,288,836**	**30,132,508**	**37,270,374**
Previous Year	51,711,301	9,475,523	843,803	60,343,021	15,239,423	8,257,548	-	424,325	23,072,646	37,270,375	38,053,667

SANJEEV NEERU & ASSOCIATES
M. NO 90188
FRN:013350N
CHARTERED ACCOUNTANTS

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Notes to the Financial Statements

For the year ended March 31, 2015

(Figures in Rs.)

	As at 31-03-2015	As at 31-03-2014
6. Non-Current Investments		
Investment- At Cost		
Unquoted Non-Trade Investment in Fully Paid-Up Instruments of:		
Other Entity		
5,000 (Previous Year: 5000) Equity Share of ` 10 each of Damini Marketing Pvt. Ltd.	50,000	50,000
3,500 (Previous Year : 2,500) units in "Rudrabhishek Infrastructure Trust"	35,000,000	25,000,000
Investment in IM+ Capital Limited	40,583,123	-
Investment In Shares of Mahavir Enterprises	-	46,206,754
Less: Provision for dimunition in value of Investment	(299,663)	-
	75,333,460	**71,256,754**
7. Long Term Loans and Advances		
(Unsecured, considered good unless stated otherwise)		
Capital Advances	6,162,931	-
Security Deposits		
- Considered Good	5,069,275	4,235,584
- Considered Doubtful	600,000	600,000
Interest Accrued on Deposits	2,878,491	1,782,466
Tendor Money Recoverable	7,589,154	4,977,490
	22,299,851	**11,595,540**

SANJEEV NEERU & ASSOCIATES
M. NO. 90188
FRN:013850N
CHARTERED ACCOUNTANTS

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Notes to the Financial Statements

For the year ended March 31, 2015

(Figures in Rs.)

	As at 31-03-2015	As at 31-03-2014
8. Current Assets		
8.1 Current Investments- At Cost		
Quoted Investments in Mutual Funds	240,611	1,232,770
(23,798.378 (Previous Year: 1,21,979.166) units of DWS Credit Opportunities Fund)		
Aggregate market value of quoted investment Rs. 2,40,875/-.		
Investment Property (held for sale)	3,836,750	3,836,750
	4,077,361	**5,069,520**
8.2. Trade Receivables		
(Unsecured, considered good unless stated otherwise)		
Trade receivable outstanding for a period exceeding six months from the date they were due for payment		
- Considered Good	79,947,284	35,764,562
- Considered Doubtful	8,979,641	-
Others	52,816,864	61,165,855
Less: Provision for Doubtful Debts	(8,979,641)	-
	132,764,149	**96,930,418**
8.3. Cash and Cash Equivalents		
Balances with Banks:		
-In Current Accounts	12,383,705	10,904,567
-In Deposit Accounts	13,538,976	10,319,000
Cash on Hand	5,581,946	5,199,493
	31,504,627	**26,423,060**
8.4. Short Term Loans and Advances		
(Unsecured, considered good unless stated otherwise)		
Advances to Employees	71,024	102,667
Prepaid Expenses	750,276	476,472
Security Deposit	915,334	-
Advance to Suppliers	13,271,194	11,988,591
Share Application Money (Recoverable)	-	889,000
	15,007,828	**13,456,730**
8.5 Other Current Assets		
Advance Payment of Taxes (Net of Provisions)	15,265,267	10,333,420
Service Tax Receivable	4,690,921	2,441,692
Others Receivables	1,913,170	3,338,001
Work in Progress	628,000	1,997,800
MAT Credit Entitlement	1,168	157,717
	22,498,526	**18,268,631**

SANJEEV NEERU & ASSOCIATES CHARTERED ACCOUNTANTS M. NO: 90188 FRN:012350N

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Notes to the Financial Statements

For the year ended March 31, 2015

(Figures in Rs.)

	For the year ended on 31-03-2015	For the year ended on 31-03-2014
9. Revenue from Operations		
Sale of Services (Net)	384,422,906	331,287,823
	384,422,906	**331,287,823**
10. Other Income		
Interest Income		
a) Interest from Banks on FDR's	1,600,929	1,141,299
Other Non Operating Income:		
Liabilities no longer required Written Back	329,008	1,798,924
Dividend Income	107,169	26,615
Miscellaneous Income	111,088	36,462
	2,148,194	**3,003,300**

SANJEEV NEERU & ASSOCIATES
M. NO. 90188
FRN:018350N
CHARTERED ACCOUNTANTS

RUDRABHISHEK ENTERPRISES PRIVATE LIMITED

Notes to the Financial Statements

For the year ended March 31, 2015

(Figures in Rs.)

	For the year ended on 31-03-2015	For the year ended on 31-03-2014
11. Employee Benefits Expenses		
Salaries and Wages	141,222,857	111,445,657
Contribution to Provident and Other Funds	3,612,227	1,695,966
Staff Welfare Expenses	1,691,853	1,117,615
Contribution to Gratuity	981,824	691,458
Bonus to Employees	7,449,270	5,667,003
	154,958,031	**120,617,699**
12. Finance Cost		
Interest	-	1,295,342
Bank Charges (Includes Guarantee Commission)	342,911	182,382
Interest on Late Payment TDS	39,639	4,125
	382,550	**1,481,848**
13. Other Expenses		
Printing & Stationery	3,585,155	4,363,002
Rent	18,723,120	15,319,352
Repairs and Maintenance:		
Computers	257,072	224,346
Others	2,333,514	3,165,822
Office Supplies	1,712,230	1,656,783
Postage & Courier Expenses	336,576	232,754
Rates & Taxes	172,458	453,500
Travelling and Conveyance Expenses	15,328,286	14,299,985
Telephone Expenses	2,395,498	2,292,556
Legal and Professional Charges	56,413,236	52,800,445
Auditors' Remuneration:		
Audit Fees	233,850	138,840
Taxation Matters	20,750	20,750
Other Services	-	93,882
Bad Debts Written Off	188,425	10,055,421
Provision for Doubtful Debts	8,979,641	-
Diwali Expenses	22,943	-
Electricity & Water Expenses	4,127,594	3,297,837
Books & Periodicals	31,197	22,622
Insurance Expenses	148,375	54,506
Security Charges	457,836	390,355
Software Expenses	75,109	107,629
Royalty	3,000,000	3,000,000
Subscription Expenses	2,013,304	378,098
Tender Application Fees	753,138	525,325
Equipment Hiring Charges	43,415	450,188
Advertisement Expenses	4,157,453	4,448,923
CSR Expenses	2,350,500	1,230,017
Business Promotion Expenses	266,811	1,383,584
Sundry balances written off	190,376	43,536
Miscellaneous Expenses	225,994	355,922
Loss on sale of Assets	-	176,691
Foreign Exchange fluctuation	90,504	225,928
Prior Period Expenses	32,666	40,000
Dimunition in value of Investment	299,663	373
Other Expenses	274,082	146,803
Preliminary Expenses w/off	12,678	-
	129,253,450	**121,395,775**

SANJEEV NEERU & ASSOCIATES CHARTERED ACCOUNTANTS M. NO. 90188 FRN:013350N

14 SIGNIFICANT ACCOUNTING POLICIES & NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. SIGNIFICANT ACCOUNTING POLICIES

a) Basis of Accounting:

The Consolidated financial statements have been prepared on a going concern basis under the historical cost convention on accrual basis in accordance with generally accepted accounting principles in India. The Group has prepared the financial statements to comply in all material aspect of the Accounting Standard (AS) notified by Section 133 of the Companies Act 2013 read together with paragraph 7 of the Companies (Accounts) Rules 2014. The accounting policies have been consistently applied by the Group.

All assets and liabilities have been classified as current or non-current wherever applicable as per the operating cycle of the Group as per the guidance set out in Schedule III to the Companies Act, 2013.

b) Principles of Consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiaries. The consolidated financial statements of the Group have been prepared in accordance with **Accounting Standard 21** 'Consolidated Financial Statements', Accounting Standard 23 'Accounting for Investments in Associates in Consolidated Financial Statements' and Accounting Standard 27 'Financial Reporting of Interests in Joint Ventures' (as applicable). The consolidated financial statements are prepared on the following basis:

i) The consolidated financial statements include consolidated balance sheet, consolidated statement of profit and loss, consolidated statement of cash flows and notes to the consolidated financial statements and explanatory statements that form an integral part thereof. The consolidated financial statements are presented, to the extent possible, in the same format as that adopted by the parent for standalone financial statements.

ii) The consolidated financial statements include the financial statements of the Company and all its subsidiaries, which are more than 50 percent owned or controlled during the year have been accounted for in accordance with the provisions of Accounting Standard 21 'Consolidated Financial Statements'.

The consolidated financial statements have been combined on a line-by-line basis by adding the book values of like items of assets, liabilities, income and expenses after eliminating intra-group balances/ transactions and resulting elimination of unrealized profits in full. The amounts shown in respect of reserves comprise the amount of the relevant reserves as per the financial statement of the Company and its share in the post-acquisition increase in the relevant reserves of the entity to be consolidated.

SANJEEV NEERU & ASSOCIATES
M. NO. 90188
FRN:013350N
CHARTERED ACCOUNTANTS

iii) Minority interest represents the amount of equity attributable to minority shareholders at the date on which investment in a subsidiary company is made and its share of movements in equity since that date. Any excess consideration received from minority shareholders of subsidiaries over the amount of equity attributable to the minority on the date of investment is reflected under Reserves and Surplus.

iv) Notes to the consolidated financial statements, represents notes involving items which are considered material and are accordingly duly disclosed. Materiality for the purpose is assessed in relation to the information contained in the consolidated financial statements. Further, additional statutory information disclosed in separate financial statements of the subsidiary companies and/or the parent having no bearing on the true and fair view of the consolidated financial statements has not been disclosed in the consolidated financial statements.

c) Change in accounting policy-Depreciation on fixed assets

Till the year ended March 31, 2014, Schedule XIV to the Companies Act, 1956, prescribed requirements concerning depreciation of fixed assets. From the current year, schedule XIV has been replaced by Schedule II to the Companies Act, 2013. The applicability of Schedule II has resulted in the following changes related to depreciation of fixed assets. Unless stated otherwise, the impact mentioned for the current year is likely to hold good for future years also.

Till the year ended March 31, 2014, depreciation rates prescribed under Schedule XIV were treated as minimum rates and the Company was not allowed to charge depreciation at lower rates even if such lower rates were justified by the estimated useful life of the asset. Schedule II to the Companies Act 2013 prescribes useful lives for fixed assets which, in many cases, are different from lives prescribed under the erstwhile Schedule XIV. However, Schedule II allows companies to use higher/ lower useful lives and residual values if such useful lives and residual values can be technically supported and justification for difference is disclosed in the financial statements.

d) Use of estimates

The preparation of consolidated financial statements in conformity with the generally accepted accounting principles in India (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of the consolidated financial statements and the result of operations during the reporting periods. Although these estimates are based upon management's knowledge of current events and actions, actual results could differ from those estimates and revisions, if any, are recognized in the current and future periods.

e) Current/ non-current classification

SANJEEV NEERU & ASSOCIATES CHARTERED ACCOUNTANTS M. NO. 90188 FRN:018350N

All assets and liabilities are classified into current and non-current

Assets

An asset is classified as current when it satisfies any of the following criteria:

(a) It is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycles;

(b) It is held primarily for the purpose of being traded;

(c) It is held expected to be realized within 12 months after the reporting date; or

(d) It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion for non-current financial assets.

All other assets are classified as non-current.

Liabilities

A Liability is classified as current when it satisfies any of the following criteria;

(a) it is expected to be settled in the Company's normal operating cycle;

(b) it is held primarily for the purpose of being traded;

(c) it is due to be settled within 12 months after the reporting date; or

(d) the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option, of the counter party, results in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities

All other liabilities are classified as non-current.

Operating Cycle

Operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The Company's normal operating cycle is 12 months.

f) Fixed assets

Fixed assets are stated at cost of acquisition or construction/installation and also the preoperative expenses/ other attributable expenses incurred upto the date of start of commercial production/ on asset being ready to use less accumulated depreciation.

SANJEEV NEERU & ASSOCIATES
M. NO 90188
FRN:013350N
CHARTERED ACCOUNTANTS

g) **Depreciation/amortization**

Tangible

Depreciation on fixed assets is being provided using the written down value method as per schedule II of the companies act 2013 or during its useful lives of the assets as estimated by the management. Depreciation for assets purchased /sold during a period is proportionately charged.

However, individual assets costing Rs. 5000/- or less are depreciated at the rate of 100%.

Intangibles

Intangible assets (Software) are being depreciated over a period of five years.

h) **Impairment of Assets**

The carrying amount of assets, other than inventories is reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exits, the recoverable amount of the asset is estimated. An impairment loss is recognized whenever the carrying amount of an asset or its cash generating units exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and the value in use which is determined based on the estimated future cash flow discounted to their present values. All impairment losses are recognized in compliance with AS-28.

An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount and recognized in compliance with AS-28.

i) **Borrowing Cost**

Borrowing cost attributable to acquisition, construction and/or production of qualifying assets are capitalized as part of the cost of such assets in accordance with Accounting Standard 16 "Borrowing Costs". A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. Capitalization of borrowing costs is suspended in the period'during which the active development is delayed due to other than temporary interruption. All other borrowing costs are charged to statement of profit & loss as incurred.

j) **Revenue Recognition:**

(a) Architectural & Consultancy Services

Revenue has been recognized as per the terms of the agreement.

SANJEEV NEERU & ASSOCIATES
M. NO. 90188
FRN: 013350N
CHARTERED ACCOUNTANTS

(b) Interest Income

Interest income is recognized using the time proportion method, taking in to account the amount outstanding and the rates applicable.

(c) Dividend Income

Dividend Income is recognized on actual receipt of dividend income.

All expenses & revenue are accounted for on accrual basis. Leave travel assistant to employees are accounted for on payment basis.

k) Employees Retirement/ other Benefits

All employee benefits payable within twelve months of rendering the service are classified as short term employee benefits. Such short term employee benefits are recognized at actual amounts due in the period in which the employee renders the related service.

Retirement benefits like gratuity has been provided for in the books on the basis of certificate obtained from actuarial. On the basis of the certificate so obtained long term and short term classification has been made.

l) Provision and Contingent Liabilities

The Company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the obligation. A disclosure for a contingent liability is made when there is a possible obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

m) Taxes on Incomes

Income Tax is accrued in the same period that the related revenue and expenses arise. The provision is made for income tax annually, based on the tax liability computed, after considering tax allowances and exemptions. Provision are recorded when it is estimated that a liability due to disallowances or other matter is probable. Minimum alternate tax (MAT) paid in advance with the tax laws, which give rise to future economic benefit in the form of tax credit against future income tax liability, is recognized as assets in the balance sheet if there is convincing evidence that the company will pay normal tax after the tax holiday period and the resultant assets can be measured reliably.

The difference that result between the profit considered for the income tax and the profit as per financial statement are identified, and thereafter a deferred tax liability is recorded for the timing difference, namely the difference that originate in one accounting period and reverse in another, based

SANJEEV NEERJA & ASSOCIATES
M. NO. 90188
FRN:013350N
CHARTERED ACCOUNTANTS

on the tax effect of the aggregate amount of timing difference. The tax effect is calculated on the accumulated timing difference at the end of the accounting period based on enacted or substantively enacted regulations. Deferred tax assets is situation where unabsorbed depreciation and carry forward business loss exists and are recognized only if there is virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets will be realized. Deferred tax assets, other than in situation of unabsorbed depreciation and carry forward business losses, are recognized only if there is reasonable certainty that they will be realized. Deferred tax assets are reviewed for the appropriateness of their respective carrying values at each reporting date.

n) Foreign Currency Transactions

a) Transactions denominated in the foreign currencies are recorded at the exchange rate prevailing on the date of transaction or that approximates the actual rate at the date of transaction.

b) Any income or expenses on account of exchange differences either on settlement or on translation is recognized in the Profit & Loss account except in the case of long term liabilities, where they relate to acquisition of fixed assets, in which case they are adjusted to the carrying amount of such asset.

o) Investments

Current Investments are valued at lower of cost and fair market value. Long term investments are valued at cost except in the case of a permanent diminution in the value of investment is made, wherever applicable.

SANJEEV NEERU & ASSOCIATES
M. NO. 90188
FRN:013350N
CHARTERED ACCOUNTANTS

15. NOTES TO THE FINANCIAL STATEMENTS

1. The entities considered in the consolidated financial statements are:

Name of the Company	Country of Incorporation	% Shareholding as at 31st March 2015	% Shareholding as at 31st March 2014
Rudrabhishek Architects and Developers Private Limited	India	90.48%	90.48%
Rudrabhishek Infosystems Private Limited	India	100%	100%
Rudrabhishek Singapore Pte Limited	Singapore	90%	90%
Rudrabhishek Trustee Company Private Limited	India	90%	90%
Best Design and Plans Private Limited	India	100%	-

2. Contingent Liabilities not provided for:

(Amount Rs. in Lacs)

A	Contingent Liability	31-Mar-15	31-Mar-14
	Claims against company not acknowledged as debts	-	-
	Tax and other demands	-	-
	Unexpired Bank Guarantee	78.71	63.75
		78.71	63.75

3. Estimated capital commitments outstanding (net of advances) and not provided for:(Amount in Lacs)

B	Commitments	31-Mar-15	31-Mar-14
	Estimated amount of contracts remains to be executed on capital account and not provided for	679.67	581.00
	Uncalled liability on shares and other investments partly paid-up	-	-
	Other Commitment (Investment in RIT)*	150.00	250.00
		829.67	831.00

* During the period Company has entered into an agreement with Rudrabhishek Infrastructure Trust for investment in the fund of Rs. 5.00 Crore out of which company has paid Rs. 3.50 Crore and shown under the head "Non current investment".

4. Pursuant to The Micro, Small & Medium Enterprises Development Act, 2006, (MSMED Act 2006) the name(s) of the supplier(s) to whom the Company owe a sum exceeding Rs. 1.00 Lac which is outstanding beyond the specified period as on 31-03-2015 have not been furnished in view of insufficient information from the suppliers regarding their status as MSME unit hence amount overdue to such enterprises as on 31-03-2015 cannot be ascertained. However, no specific claims have been received for interest from suppliers.

5. Disclosure as per Accounting Standard- 20 on " Earning Per Share"

SANJEEV NEERU & ASSOCIATES CHARTERED ACCOUNTANTS M. NO:190188 FRN:013350N

The elements considered for the calculation of Earning Per Share (Basic & Diluted) are as under:

Particular	2014-15	2013-14
Net Profit after tax	5,75,81,388	5,33,99,301
Weighted Average Number of Shares	5,60,500	5,60,500
Basic Earning Per Share	102.73	95.27

6. **Employee Benefits**

i) Defined contribution Plans: The company has recognized Rs. 36.12 Lacs (Previous Year Rs. 16.96 Lacs) related to employer's contribution to Provident Fund & other funds in Statement of Profit & Loss.

ii) Post employment benefit plan in the form of gratuity:

a) The detail of retirement benefits with regard to provision/charge for the year on account of gratuity, which is in the nature of defined benefit, are as under:

(in Lacs)

	31/03/2015	31/03/2014
Changes in the Present value of the defined benefit obligation are as follows:		
Obligation at the beginning of the year	44.95	40.68
Interest cost	3.52	3.66
Current service cost	15.62	11.70
Benefits paid	(1.83)	(2.66)
Actuarial (gain)/loss on obligation	(9.33)	(8.44)
Obligation at the end of the year	52.93	44.94

Net employee benefit expense recognized in the employee cost		
Gratuity cost for the year		
Interest cost	3.52	3.66
Current service cost	15.62	11.70
Actuarial (gain)/loss on obligation	(9.33)	(8.44)
Net Expense to be recognized	9.81	6.92

	31/03/2015	31/03/2014
Assumption used in accounting for gratuity plan		
Discount rate	7.84%	9.00%
Expected rate of salary increase	5.50%	5.50%
Normal retirement age	60 years	60 years

The estimate of future salary increase, considered in actuarial valuation, take into account inflation, seniority, promotions and other relevant factors.

SANJEEV NEERU & ASSOCIATES CHARTERED ACCOUNTANTS M. NO. 90188 FRN:013350N

7. As required by Accounting Standard - AS 18 "Related party disclosures" issued by the Institute of Chartered Accountants, following are the names and nature of related parties (As identified by the Management) :

A. Key Management Personnel and their relatives:

Key Management Personnel

1. Mr. Pardeep Misra (Director)
2. Mrs. Richa Misra (Director)
3. Mr. Jamal Hussain Ansari (Director)

Relatives of Director with whom transactions have been entered into:

1. Gyanwati Misra (Mother of Pradeep Misra)

B. Associate Concern

1. M/s Samad Trade Links Pvt.Ltd.
2. M/s Pushp Products Pvt. Ltd
3. M/s Wisdom Planners & Developers Private Limited
4. M/s Pradeep Richa Educare Foundation
5. M/s Paarth Infrabuild Private Limited
6. M/s New Modern Buildwell Private Limited

The following transactions were carried out with related parties in the ordinary course of business:

Transactions during the year	*2014-15 (In Rs.)*	*2013-14 (In Rs.)*
Director's Remuneration		
Mr. Pradeep Misra	84,20,000	89,29,000
Ms. Richa Misra	36,00,000	21,60,000
Professional Charges Received		
M/s Paarth Infrabuild Private Limited	12,89,37,855	6,94,94,182
M/s New Modern Buildwell Private Limited	95,53,400	14,04,500
Sitting Fees		
Mr. Pradeep Misra	-	5,000
Ms. Richa Misra	-	5,000
Mr. Jamal Hussain Ansari	-	5,000
*Rent Paid**		
M/s Pushp Products Pvt. Ltd	99,50,602	90,51,721
M/s Samad Trade Links Pvt. Ltd.	10,24,184	10,24,184
M/s Gyanwati Misra	3,60,000	1,20,000
Professional Charges paid		
M/s Pushp Products Pvt. Ltd	12,35,960	8,50,000
Interest Paid		
M/s Wisdom Planners and Developers Private Limited	-	12,95,342
Advances Received		
M/s Wisdom Planners and Developers Private Limited	-	2,50,00,000
M/s New Modern Buildwell Private Limited	60,00,000	-
Loan taken		
Mr. Pradeep Misra	41,00,000	39,34,088
Loans Repaid		
Mr. Pradeep Misra	42,63,088	43,41,000

SANJEEV NEERU & ASSOCIATES
M. NO. 90188
FRN:013350N
CHARTERED ACCOUNTANTS