

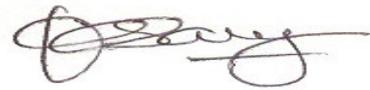
Notice of Annual General Meeting

Notice is hereby given that Annual General Meeting of **Cospower Engineering Private Limited** will be held at the Registered office of the Company at 101/102, Arun Velji Udyog, Building No. 2, behind Rajprabha Udyog Nagar, Golani Naka, Valiv, Vasai (East), Thane on **30th September, 2016** at **5.00 p.m.** to transact the following business:

- 1) To receive, consider and adopt the audited accounts for the financial year ended 31st March 2016 along with the report of the Board of Directors and Auditors thereon.

- 2) To appoint auditors to hold office from the conclusion of this meeting till the conclusion of next Annual General Meeting and authorize Board to fix their remuneration.

On Behalf of the Board of Directors

A handwritten signature in black ink, appearing to be 'S. S. Joshi', is written over a faint circular stamp.

Chairman

Place: Mumbai
Date: 08.09.2016

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the company.

DIRECTORS' REPORT

To,
The Members of "COSPOWER ENGINEERING PRIVATE LIMITED"

The Directors have pleasure in presenting before you the Annual Report of the Company along with audited annual financial statements, for the year ended 31st March, 2016.

1. FINANCIAL RESULTS:

The performance during the period ended 31st March, 2016, compared to the previous Financial Year is as under:

Particulars	Amount in Rs.	
	2015-16	2014-15
Gross Income	4,79,17,744	7,80,41,817
Profit/(Loss) before Depreciation	19,24,602	21,41,457
Less: Provision for Depreciation	7,97,898	14,65,271
Net profit/ (Loss) before tax	11,26,704	6,76,186
Add/(Less): Exceptional Items/Extra Ordinary Items	-	-
Profit/ (Loss) after Extra-Ordinary Items	11,26,704	6,76,186
Less : Taxes	4,43,431	2,08,751
Net profit/ (loss)	6,83,273	4,67,435

2. STATE OF COMPANY AFFAIRS:

During the year under report, the Company achieved a total turnover of Rs. 4,79,17,744/- as compared to the total turnover of Rs. 7,80,41,817/- achieved during the previous year.

Your directors are taking more efforts to improve the performance of the Company and are hopeful of better working in the current year.

3. DETAILS OF SUBSIDIARIES, JOINT VENTURES (JV) OR ASSOCIATE COMPANIES (AC):

The Company has no subsidiary, joint venture or associate companies.

4. AMOUNTS PROPOSED TO BE CARRIED TO ANY RESERVES:

The company has transferred Rs. Nil to general reserves.

5. DIVIDEND:

The Directors have not recommended any dividend on the paid-up equity share capital of the Company with respect to the financial year 2015-16.

6. MATERIAL CHANGES IF ANY BETWEEN THE END OF THE FINANCIAL YEAR 31.03.2016 OF THE COMPANY AND THE DATE OF THE REPORT:

There have been no material changes affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

7. DIRECTORS:

There was no change in the composition of Board of Directors, in the year under review. The Board of Directors presently comprises of:

1. Mr. Oswald Dsouza -Director
2. Mr. Felix Kadam -Director

The Company being a private company, the provisions of Key Managerial personnel are not applicable to our company.

8. NUMBER OF BOARD MEETINGS HELD:

Total 8 Board Meetings were held during the financial year 2015-16 as required u/s 134 (3)(b) of the Companies Act, 2013 are as under:

Sr.No	Date
1	03/04/2015
2	09/06/2015
3	25/07/2015
4	21/08/2015
5	09/09/2015
6	12/11/2015
7	13/01/2016

8	18/03/2016
9	31/03/2016

9. EMPLOYEE REMUNERATION:

During the year, there were no employees receiving remuneration in excess of the limit as specified in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

10. DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY:

The Company has in place a mechanism to identify, assess, monitor, and mitigate various risks to key business objectives. In the opinion of the Board, there are no such risks which would threaten the existence of the Company.

11. DEPOSITS:

The Company has not accepted any deposits under the provisions of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposit) Rules, 2014 as amended and hence there is no question of repayment of the same.

12. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

Information required under section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given herein below:

A. CONSERVATION OF ENERGY NIL

- (i) Steps taken or impact on conservation of energy.
- (ii) Steps taken by the company for utilizing alternate sources of energy.
- (iii) Capital investment on energy conservation equipment.

B. TECHNOLOGY ABSORPTION NIL

- (i) Efforts made towards technology absorption.
- (ii) Benefits derived like product improvement, cost reduction, product development or import substitution.
- (iii) In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year)-

- (a) Details of technology imported.
- (b) Year of import.
- (c) Whether the technology has been fully absorbed.

- (d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and

- (iv) Expenditure incurred on research & development.

c. FOREIGN EXCHANGE EARNINGS & OUTGO:

Foreign exchange earned in terms of actual inflows during the year and the foreign exchange outgo during the year in terms of actual outflows.

Particulars	Amount in Rs.	
	2015-16	2014-15
Foreign Exchange Earnings in terms of actual inflows	-	-
Foreign Exchange Outgo in terms of actual outflows	-	-

13. CORPORATE SOCIAL RESPONSIBILITY (CSR):

The Company does not belong to the class or classes of Companies as prescribed under the provisions of section 135 of the Companies Act, 2013 and the rules made there under. The said provisions are not applicable to our company and hence the company has not constituted any CSR committee.

14. AUDITORS:

In accordance with the provisions of section 139 of the Companies Act, 2013 and the rules made thereunder M/s. C.J.K. Associates, Chartered Accountants (Registration Number. 117467W), were appointed as the statutory auditors of the Company. You are requested to ratify their appointment.

15. DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to the requirement of section 134(5) of the Companies Act, 2013, the Directors state that:

- a) in the preparation of the Annual Accounts for the year 31.03.2016, the applicable Accounting Standards had been followed along with proper explanation relating to material departures;
- b) the Directors had 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;
- c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors had prepared the annual accounts on a going concern basis;
- e) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

16. REPLY TO AUDITORS QUALIFICATIONS, RESERVATIONS, ADVERSE REMARKS:

There are no qualifications, reservations or adverse remarks by the auditors in their report.

17. EXTRACT OF ANNUAL RETURN:

The extract of Annual Return u/s 134 (3)(a) and u/s 92 (3) read with Rule 12 of Companies (Management and Administration) Rules, 2014 in Form MGT-9 is attached to the Report as **Annexure 1**.

18. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS:

Loans and advances as of March 31, 2016 is Rs.1,58,41,601/- .

The Company has given no guarantee or security and has made no investments during the financial year.

19. PARTICULARS OF RELATED PARTY TRANSACTIONS:

The particulars of contracts or arrangements with related parties referred to in section 188(1) as prescribed in Form AOC-2 of the rules prescribed under chapter IX relating to Accounts of Companies under the Companies Act, 2013 is annexed as **Annexure 2**.

20. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:

There were no instances during the year attracting the provisions of Rule 8 (5)(vii) of the Companies (Accounts) Rules, 2014 requiring the details of significant and material orders passed by regulators or courts or tribunals impacting the going concern status and company's operations in future.

21. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

Commensurate with volume of financial transactions, the Company has employed suitable monitoring policy. All the transactions are checked, passed and processed with proper authorizations.

22. SEXUAL HARRASHMENT COMMITTEE:

As per the provisions of the Sexual Harassment Of Women At Workplace (Prevention, Prohibition and Redressal) Act, 2013 a committee called Internal Complaints Committee has been established to provide a mechanism to redress grievances pertaining to sexual harassment at workplace and Gender Equality" of working women.

23. DISCLOSURES NOT APPLICABLE TO THE COMPANY:

• **DECLARATIONS BY INDEPENDENT DIRECTORS:**

The company being a private company, the provisions of Section 149(4) with respect to independent directors do not apply.

- **DISCLOSURE OF REMUNERATION OR COMMISSION RECEIVED BY A MANAGING OR WHOLE-TIME DIRECTOR FROM THE COMPANY'S HOLDING OR SUBSIDIARY COMPANY:**

Since the Company is a private company, the provisions of section 197(14) are not applicable to the company.

- **EVALUATION OF BOARD OF DIRECTORS, COMMITTEES AND INDIVIDUAL DIRECTOR:**

The Company being a private company the provisions which require such evaluation to be done, are not applicable.

- **COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION:**

The Policy of the Company on Director's 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 is not applicable to the company.

- **VIGIL MECHANISM:**

As the company does not fall within the class of companies as specified under provisions of the Companies Act, 2013 the company is not required to establish a vigil mechanism.

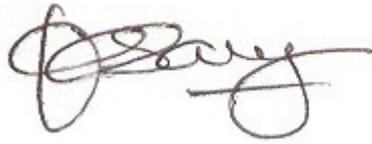
- **SECRETARIAL AUDIT REPORT:**

The Company being a Private Company, the provisions relating to secretarial audit are not applicable.

24. ACKNOWLEDGEMENT:

Directors take this opportunity to express their sincere appreciation for the services rendered by the Company's Bankers, Consultants and Advisors, Material Suppliers, Customers and Shareholders for their continued support and guidance. The Directors wish to place on record their appreciation for the dedicated efforts put in by the Employees of the Company at all levels.

For & On behalf of the Board of Directors

A handwritten signature in blue ink, appearing to be 'D. S. D.'.

DIN: 02711251

A handwritten signature in blue ink, appearing to be 'S. S. S.'.

DIN: 02880294

Date: 08/09/2016

Place: Thane

COSPOWER ENGINEERING PRIVATE LIMITED**Form No. MGT-9****EXTRACT OF ANNUAL RETURN**as on the financial year ended on 31st March 2016

[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:

CIN	U01113PN2003PTC018590
Registration Date	22/09/2010
Name of the Company	COSPOWER ENGINEERING PRIVATE LIMITED
Category/Sub-category of the Company	COMPANY LIMITED BY SHARES
Address of the Registered office and contact details	101/102, ARJUN VELJI, UDYOG NO. 2, VILLAGE VALIV, TALUKA - VASAI MAHARASHTRA,INDIA
Whether listed company (Yes/ No)	NO
Name, Address and Contact details of R&T Agent, if any	NA

II. Principal business activities of the Company:

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

Sl.No.	Name and Description of main products/ services	NIC Code of the product/ service	% of total turnover of the Company
Project Management Consultancy and supply of engineering goods	Power Capacitors	31200	100

III. Particulars of Holding, subsidiary and Associate Companies-

S.No.	Name and Address of the Company	CIN/GLN	Holding/ subsidiary/ Associate	% of shares held	Applicable section
	NA				

IV. Shareholding Pattern (Equity share capital break-up as percentage of Total equity):**(i) Category-wise shareholding:**

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	Demat	Physical	Total	% of total	
A. Promoters									
(1) Indian									
a) Individual		150000	150000	100%		150000	150000	100%	Nil
b) Central Govt									

Tel. : +91-22- 40129990 Cell : +91-7738358077

Office : 203, Kesarinath Building, S. V. Road, Near Filmistan, Goregaon West, Mumbai – 400062, I N D I A

Works : 101/102, A V Udyog # 2, Golani Naka, Vasai East, Maharashtra – 401208, I N D I A

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COSPOWER ENGINEERING PRIVATE LIMITED



c) State Govt (s) d) Bodies Corp. e) Banks / FI f) Any Other....									
Sub-total (A) (1):-	Nil	150000	150000	100%	Nil	150000	150000	100%	Nil
(2) Foreign a) NRIs - Individuals b) Other – Individuals c) Bodies Corp. d) Banks / FI e) Any Other....									
Sub-total (A) (2):-	Nil	Nil	Nil	Nil	Nil	Nil	Nil		
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	Nil	150000	150000	100%	Nil	150000	150000	100%	Nil
B. Public Shareholding 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):-	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
2. Non-Institutions a) Bodies Corp.									

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COSPOWER ENGINEERING PRIVATE LIMITED



i) Indian ii) Overseas b) Individuals i) Individual shareholders holding nominal share capital upto Rs. 1 lakh ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh c) Others (specify)									
Sub-total (B)(2):-	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total Public Shareholding (B)=(B)(1)+(B)(2)									
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	Nil	150000	150000	100%	Nil	150000	150000	Nil	Nil

(ii) Shareholding of Promoters:

Sl.No.	Shareholder's name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of shares	% of total shares of the company	% of shares pledged/encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged/encumbered to total shares	
1	Oswald Dsouza	75000	50%	0	75000	50%	0	0
2	Felix Kadam	75000	50%	0	75000	50%	0	0

(iii) Change in promoters shareholding (Please specify if there is no change):

There is no change in promoters shareholding

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

No Shareholders other than Directors & Promoters.

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(v) **Shareholding of Directors and Key Managerial Personnel**

Sl.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
	For each Directors and KMP				
	At the beginning of the year	1,50,000	100%	150000	100%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g.allotment /transfer / bonus/ sweat equity etc):	NA	NA	NA	NA
	At the End of the year	150000	100%	150000	100%

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	50,32,273	87,01,644	-	1,37,33,917
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	50,32,273	87,01,643	-	1,37,33,917
Change in Indebtedness during the financial year				
• Addition	-	1,45,70,200	-	1,45,70,200
• Reduction	(42,28,692)	(53,51,694)	-	(95,80,386)
Net Change	(42,28,692)	90,18,506	-	47,89,814
Indebtedness at the end of the financial year				
i) Principal Amount	8,03,581	1,77,20,150	-	1,85,23,731
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	8,03,581	1,77,20,150	-	1,85,23,731

VI. Remuneration to Managing Director or Whole-time Director or Manager:

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

Sl.No.	Particulars of Remuneration	Name of MD/WTD/Manager		Total Amount
		<i>Oswald Dsouza</i>	<i>Felix Kadam</i>	
<i>1</i>	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	<i>10,03,200</i>	<i>10,03,200</i>	<i>20,06,400</i>
<i>2</i>	Stock option			
<i>3</i>	Sweat Equity			
<i>4</i>	Commission -as % of net profit -others specify			
<i>5</i>	Others Please specify			
	Total (A)	<i>10,03,200</i>	<i>10,03,200</i>	<i>20,06,400</i>
	Ceiling as per the Act	*	*	*

**Being a Private Limited company, there is No Restriction relating to managerial remuneration.*

B. Remuneration to other directors:

N.A.

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD:

N.A.

VII. Penalties/ Punishment/Compounding of offences:

The Company has committed no such offences.

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)

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso is given below:

1. Details of contracts or arrangements or transactions at Arm's length basis:

Sl.No.	Name of the Related Party & Nature of Relationship	Nature of contracts/arrangements/transaction	Duration of the contracts/arrangements/transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval by the Board	Amount paid as advances, if any
1	Oswald Dsouza	Directors Remuneration	N.A.	10,03,200	2014	N.A.
2	Felix Kadam	Directors Remuneration	N.A.	10,03,200	2014	N.A.
3	FOS Glaze Private Limited	Loan Given	N.A.	52,92,952	2015	N.A.
4	Felix Kadam	Loan Repaid	N.A.	18,70,000	2015	N.A.
5	Oswald Kadam	Loan Repaid	N.A.	9,08,000	2015	N.A.
6	Oswald D'souza	Rent	Ongoing	75,000	2015	N.A.
7	Felix Kadam	Rent	Ongoing	75,000	2015	N.A.
8	Janet D'souza	Rent	Ongoing	1,80,000	2015	N.A.
9	Christbell Kadam	Rent	Ongoing	1,80,000	2015	N.A.

2. Details of contracts or arrangements or transactions not at Arm's Length basis:

No such arrangements or transactions

Cospower Engineering Private Limited

Balance sheet

as at 31 March 2016

(Currency: Indian rupees)

	<i>Notes</i>	2016	2015
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	3	15,00,000	15,00,000
Reserves and surplus	4	<u>44,95,541</u>	<u>38,12,268</u>
		59,95,541	53,12,268
Non-current liabilities			
Long-term borrowings	5	<u>20,79,423</u>	<u>90,53,524</u>
		20,79,423	90,53,524
Current liabilities			
Short-term borrowings	6	3,70,70,496	2,99,97,143
Trade payables	7	72,53,327	2,45,45,911
Other current liabilities	8	50,32,356	42,45,180
Short-term provisions	9	<u>5,15,323</u>	<u>7,91,384</u>
		4,98,71,502	5,95,79,618
		<u>5,79,46,466</u>	<u>7,39,45,410</u>
ASSETS			
Non-current assets			
Fixed assets	10		
- tangible assets		<u>26,81,719</u>	<u>96,87,736</u>
		26,81,719	96,87,736
Non-current investments	11	68,417	7,28,417
Deferred tax assets (net)	22.6	9,46,358	9,27,592
Long-term loans and advances	12	34,25,199	63,07,933
Other non-current assets		-	-
		<u>71,21,693</u>	<u>1,76,51,678</u>
Current assets			
Inventories		3,35,56,852	2,85,10,916
Trade receivables	13	33,67,140	1,92,73,861
Cash and bank balances	14	14,39,423	18,73,571
Short-term loans and advances	15	1,24,16,402	66,22,581
Other current assets	16	<u>44,956</u>	<u>12,803</u>
		5,08,24,773	5,62,93,732
		<u>5,79,46,466</u>	<u>7,39,45,410</u>
Significant accounting policies	2		
Notes to the financial statements	3-22		

The notes referred to above form an integral part of the financial statements

As per our report of even date attached.

C.J.K. Associates

Chartered Accountants

Firm's Registration No: 117467W



N. B. Chavan

Partner

Membership No. 042709

For and on behalf of the Board of Directors of
Cospower Engineering Private Limited



Oswald D'souza
Director



Felix Kadam
Director

Place: Mumbai
Date : 08/09/2016

Place: Mumbai
Date : 08/09/2016

Cospower Engineering Private Limited

Statement of profit and loss

for the year ended 31 March 2016

(Currency: Indian rupees)

	Notes	2016	2015
INCOME			
Revenue from operations	17	4,59,13,715	7,79,49,828
Other income	18	20,04,029	91,989
		4,79,17,744	7,80,41,817
EXPENDITURE			
Purchases of stock-in-trade	19	3,06,38,958	5,71,42,539
Changes in inventories of finished goods, work-in-progress		(50,45,936)	(38,10,916)
Employee benefits expense	20	93,59,827	94,70,907
Finance costs	21	47,94,522	51,47,955
Depreciation and amortisation expense	10	7,97,898	14,65,271
Other expenses	22	62,45,771	79,49,875
		4,67,91,040	7,73,65,631
Profit before tax		11,26,704	6,76,186
Tax Expenses:			
- current tax		2,55,000	4,76,000
- deferred tax		(18,766)	(2,67,249)
- Excess / (Short) Provision of Income Tax for earlier years		2,07,197	-
Profit / (Loss) for the period from continuing operations (VII-VIII)		6,83,273	4,67,435
Profit after tax		6,83,273	4,67,435
Earnings per equity share (Rs)			
Basic and diluted earnings per equity share (Face value of Rs 10 per share)	22.8	4.56	3.12

Significant accounting policies

Notes to the financial statements

The notes referred to above form an integral part of the financial statements

As per our report of even date attached.

C.J.K. Associates

Chartered Accountants

Firm's Registration No: 117467W



N. B. Chavan

Partner

Membership No. 042709

For and on behalf of the Board of Directors of
Cospower Engineering Private Limited



Oswald D'souza
Director



Felix Kadam
Director

Place: Mumbai
Date : 08/09/2016

Place: Mumbai
Date : 08/09/2016

Cospower Engineering Private Limited
Notes to the financial statements
for the year ended 31 March 2016
(Currency: Indian rupee)

1. Background and nature of business

Cospower Engineering Private Limited ('the Company') is a private limited company domiciled in India and incorporated under the provisions of Companies Act, 1956. The Company is in the business of manufacturing & supply of re-active power compensation systems, harmonic filters & other engineering goods.

2. Significant accounting policies

2.1 Basis of preparation of financial statements

The financial statements are prepared and presented under the historical cost convention on the accrual basis of accounting and in accordance with the accounting standards prescribed in the Companies (Accounting Standards) Rules 2006 issued by the Central Government, in consultation with the National Advisory Committee on Accounting Standards (NACAS) and the relevant provisions of the Companies Act, 1956 (the 'Act') (to the extent applicable) and Companies Act, 2013 (to the extent notified). The financial statements are presented in Indian rupees.

2.2 Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles ('GAAP') in India 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 reported amount of revenue and expenses during the reporting period. The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of the financial statements which in management's opinion are prudent and reasonable. Actual results may differ from the estimates used in preparing the accompanying financial statements. Any revision to accounting estimates is recognised prospectively in current and future periods.

2.3 Current / non-current classifications

The Revised Schedule VI to the Act requires assets and liabilities to be classified as either Current or Non-current. An asset is classified as current when it satisfies any of the following criteria:

- a. it is expected to be realised in, or is intended for sale or consumption in, the entity's normal operating cycle;
- b. it is held primarily for the purpose of being traded;
- c. it is expected to be realised within twelve months after the balance sheet date; or
- d. it is cash or a cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the balance sheet date.

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

A liability is classified as current when it satisfies any of the following criteria:

- a. it is expected to be settled in, the entity's normal operating cycle;
- b. it is held primarily for the purpose of being traded;
- c. it is due to be settled within twelve months after the balance sheet date; or
- d. the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the balance sheet date.

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

Cospower Engineering Private Limited
Notes to the financial statements
for the year ended 31 March 2016
(Currency: Indian rupee)

2. Significant accounting policies (Continued)

Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents.

2.4 Fixed assets

Tangible assets

Fixed assets are stated at cost of acquisition or construction less accumulated depreciation/amortisation and impairment, if any. The cost of fixed assets includes inward freight, duties, taxes and expenses incidental to acquisition and installation of the fixed assets upto the time the assets are ready for intended use.

2.5 Impairment

In accordance with AS 28 on 'Impairment of assets' as prescribed in the Companies (Accounting Standards) Rules, 2006, the Company assesses at each balance sheet date, whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. The recoverable amount of the assets (or where applicable that of the cash generating unit to which the asset belongs) is estimated as the higher of its net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of the assets and from its disposal at the end of its useful life. An impairment loss is recognized whenever the carrying amount of an asset or the cash-generating unit to which it belongs, exceeds its recoverable amount. Impairment loss is recognized in the statement of profit and loss or against revaluation surplus, where applicable. If at the balance sheet date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is re-assessed and the asset is reflected at the recoverable amount subject to a maximum of the depreciated historical cost.

2.6 Borrowing costs

Borrowing costs attributable to the acquisition or construction of a qualifying asset are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are recognised as an expense in the period in which they are incurred. Capitalisation of borrowing costs is suspended during the extended period in which active development is interrupted. Capitalisation of borrowing costs is ceased when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete. Other borrowing costs are charged to statement of profit and loss as and when incurred.

Other borrowing costs recognized as an expense in the year in which they are incurred.

2.7 Depreciation

Depreciation is provided on a straight line basis over the useful lives of assets, which is as stated in Schedule II of the Companies Act 2013 or based on technical estimation made by the Company. The details of estimated life for each category of assets are as under:

Category of assets	Estimated Life(Yrs)
Computer	3
Motor Cars	6
Office Equipments	5
Plant & Machinery	15
Furniture & Fixtures	10

Cospower Engineering Private Limited
Notes to the financial statements
for the year ended 31 March 2016
(Currency: Indian rupee)

2. Significant accounting policies (Continued)

Depreciation and amortization methods, useful lives and residual values are reviewed at each reporting date.

2.8 Revenue recognition

Revenue from sale of goods is recognised when the significant risks and rewards of ownership have been transferred to the buyer. Revenue from sale of goods is net of sales tax, trade discounts, rebates etc.

Service income is recognised as and when services are rendered in accordance with the terms of the specific contracts, net of all contractual deductions. Revenue is recognised net of all taxes and levies.

Interest income is recognized on a time proportion basis.

2.9 Inventories

Inventories of finished goods are valued at cost or net realisable value, whichever is lower. Cost of finished goods includes purchase cost, cost incurred in bringing the inventories to their present location and condition, excise duty etc.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs necessary to make the sale.

2.10 Foreign Currency Transactions

Initial recognition

Foreign currency transactions are recorded in the reporting currency which is Indian Rupee, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Conversion

Monetary assets and liabilities in foreign currency, which are outstanding as at the year-end, are translated at the year-end at the closing exchange rate and the resultant exchange differences are recognized in the Statement of Profit and Loss. Non-monetary foreign currency items are carried at cost.

Exchange Differences

Exchange differences arising on the settlement of monetary items or on reporting monetary items of the Company at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognised as income or as expenses in the year in which they arise.

2.11 Provisions contingent liabilities and contingent assets

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 amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Cospower Engineering Private Limited
Notes to the financial statements
for the year ended 31 March 2016
(Currency: Indian rupee)

2. Significant accounting policies (*Continued*)

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources would be required to settle the obligation, the provision is reversed.

Contingent assets are not recognized in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognized in the period in which the change occurs.

Loss contingencies arising from claims, litigation, assessment, fines, penalties, etc. are recorded when it is probable that a liability has been incurred and the amount can be reasonably estimated.

2.12 Earnings per share

Basic earnings per share are computed by dividing the net profit for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit attributable to the equity shareholders for the year by the weighted average number of equity and dilutive equity equivalent shares outstanding during the year, except where the results would be anti-dilutive.

2.13 Employee benefits

Short term employment benefits

All employee benefits payable/ available within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages and bonus etc., are recognised in the statement of profit and loss in the period in which the employee renders the related service.

2.14 Operating leases

Leases, where the lessor effectively retains substantially all the risk and benefits of ownership, of the leased assets during the lease term are classified, as operating leases. Lease rentals for operating leases are charged to statement of profit & loss on accrual basis in accordance with the respective lease agreements.

2.15 Taxes (*current and deferred*)

Current Tax

Current tax is determined as the amount of tax payable under the provisions of Income Tax Act, 1961, in respect of taxable income for the year.

Deferred Tax

Deferred income taxes reflect the impact of current year timing difference between taxable income and accounting income for the year and reversal of timing difference of earlier year. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in the future; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is virtual certainty of realization of such assets. Deferred tax assets are reviewed at each balance sheet date and written down or written up to reflect the amount that is reasonably / virtually certain (as the case may be) to be realized.

Cospower Engineering Private Limited
Notes to the financial statements
for the year ended 31 March 2016
(Currency: Indian rupee)

2. Significant accounting policies (*Continued*)

2.16 *Cash and Cash equivalents*

Cash and cash equivalents comprise cash and cash on deposit with banks. The company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

Cospower Engineering Private Limited

Notes to the financial statements (Continued)

as at 31 March 2016

(Currency: Indian rupees)

	2016	2015
3 Share capital		
Authorised capital 50,00,000 (2013 : 5,00,000) Equity shares of Rs 10 each	50,00,000	50,00,000
	<u>50,00,000</u>	<u>50,00,000</u>
Issued, subscribed and paid up capital 15,00,000 (2013 : 1,50,000) Equity shares of Rs 10 each, fully paid-up	15,00,000	15,00,000
	<u>15,00,000</u>	<u>15,00,000</u>

A Reconciliation of number of equity shares as at year end is as below:

	2016		2015	
	Number	Rs.	Number	Rs.
Shares outstanding at the beginning of the year	1,50,000	15,00,000	1,50,000	15,00,000
Shares issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	<u>1,50,000</u>	<u>15,00,000</u>	<u>1,50,000</u>	<u>15,00,000</u>

B Rights, preferences and restrictions attached to shares:

The Company has only one class of equity shares having a face value of Rs 10 per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

C The details of shareholders holding more than 5% of the equity shares of the Company as at year end and details of shares held by holding company are as below:

Name of Shareholder	Relationship	2016		2015	
		Number	Percentage holding	Number	Percentage holding
Oswald Dsouza	Director	75,000	50.00%	75,000	50.00%
Felix Kadam	Director	75,000	50.00%	75,000	50.00%

4 Reserves and surplus

Surplus / (deficit) in the statement of profit and loss

Opening balance	38,12,268	33,44,833
Add: Net Profit for the year	<u>6,83,273</u>	<u>4,67,435</u>
Closing balance	<u>44,95,541.00</u>	<u>38,12,268</u>

	2016	2015
5 Long-term borrowings		
Secured		
(a) Term loans		
From Banks	2,80,997	59,21,721
	<u>2,80,997</u>	<u>59,21,721</u>
Unsecured		
(a) Term loans		
From Banks	8,07,158	-
From Others	9,91,268	31,31,803
Total	<u>17,98,426</u>	<u>31,31,803</u>
TOTAL OF SECURED AND UN-SECURED	20,79,423	90,53,524
6 Short-term borrowings		
(a) Other loans and advances		
Cash Credit from Citizen Co-operative Bank (Above amount is secured by hypothecation of Stock & Debtors & Equitable Mortgage of the Factory Premises. The Cash Credit is guaranteed by the Directors ,Mrs. Christbell Kadam & Mrs. Janet D'souza)	2,28,62,343	2,53,16,751
GRAND TOTAL	2,28,62,343	2,53,16,751
UNSECURED		
Loans and advances from related parties (repayable on demand)	1,42,08,153	45,68,006
Loan and Advance from Banks - Rupee loan	-	1,12,386
Other loans and advances - From others	-	-
	<u>1,42,08,153</u>	<u>46,80,392</u>
TOTAL OF SECURED AND UN-SECURED	3,70,70,496	2,99,97,143
7 Trade payables		
Trade payables		
- Dues to micro and small enterprises (Refer Note 22.8)	-	-
- Sundry Creditors- For Expenses	8,43,940	5,91,440
- Sundry Creditors	64,09,387	2,39,54,471
	<u>72,53,327</u>	<u>2,45,45,911</u>

* Based on the information available with the Company, there are no parties who have been identified as micro, small and medium enterprises based on the confirmations circulated and responses received by the management.

	2016	2015
8 Other current liabilities		
-Current maturities of long-term loans	22,36,154	-
- TDS payable	2,16,127	2,99,123
- Employees Profession tax	1,900	29,400
- VAT & CST Payable	6,54,341	14,07,180
-Excise Duty Payable	1,67,621	-
- Provident fund payable	2,31,378	4,56,367
- LBT Payable	-	9,20,435
- Employee benefits payable	15,24,835	8,64,407
-Excise & Service Tax	-	2,68,268
	50,32,356	42,45,180
9 Short-term provisions		
Service Tax Payable	2,60,323	-
Provision for income tax [net of advance tax]	2,55,000	7,91,384
	5,15,323	7,91,384
11 Non-Current Investments		
<u>Investment In Mutual Funds</u>		
Axis Equity Mutual Funds	-	1,40,000
Birla Sunlife Midcap Fund	-	2,70,000
ICICI Prudential Focused	-	1,20,000
Reliance Equity Opportunity Fund	-	1,30,000
<u>Term Deposit</u>		
FD with SBI Bank	68,417	68,417
	68,417	7,28,417
12 Long-term loans and advances <i>(Unsecured, considered good)</i>		
Security Deposit	32,25,199	63,07,933
Other loans and advances		
- MVAT Payment in Appeal	2,00,000	-
	34,25,199	63,07,933

	2016	2015
13 Trade Receivables		
<i>Trade receivables outstanding for a period less than six months</i>		
Secured, considered good	-	-
Unsecured, considered good	(18,04,817)	1,72,67,697
Doubtful	-	-
Less: Provision for doubtful debts	-	-
	(18,04,817)	1,72,67,697
<i>Trade receivables outstanding for a period exceeding six months</i>		
Secured, considered good	-	-
Unsecured, considered good	51,71,957	20,06,164
Doubtful	-	-
Less: Provision for doubtful debts	-	-
	51,71,957	20,06,164
	33,67,140	1,92,73,861
14 Cash and bank balance		
<i>Cash and cash equivalents</i>		
- Balances with banks		
In current accounts	8,24,637	13,13,623
- Cash on hand	6,14,786	5,59,948
	14,39,423	18,73,571
15 Short-term loans and advances		
<i>(Unsecured, considered good)</i>		
Loans and advances to related parties *		
Unsecured, considered good	98,33,213	45,40,261
Doubtful	-	-
Less: Provision for doubtful advances	-	-
Advance to employees	-	9,500
Loans and advances to others		
Advances to others	12,33,494	13,11,977
Balance with statutory/ government authorities	12,84,883	7,60,843
Reimbursable expenses receivable	64,812	-
	1,24,16,402	66,22,581
Particulars	As at 2016	As at 2015
Directors & Relatives	98,33,213	45,40,261
16 Other current assets		
CENVAT Credit	44,956	12,803
	44,956	12,803

Cospower Engineering Private Limited

Notes to the financial statements (Continued)

as at 31st March 2016

(Currency: Indian rupees)

10 - Fixed assets

	Motor Car	Computers	Plant & Machinery	Tangible Furniture & Fittings	Office equipments	Leasehold Improvement	Total
Cost or valuation							
As at 1 April 2014	15,34,608	4,22,719	10,83,693	5,73,690	4,86,455	-	41,01,165
Additions - 2014	10,17,965	30,500		-	-	-	10,48,465
Sales/ Adjustments - 2014							-
As at 31 March 2015	25,52,573	4,53,219	10,83,693	5,73,690	4,86,455	-	51,49,630
Additions - 2015					26,500	15,75,000	16,01,500
Sales/ Adjustments - 2015							-
As at 31 March 2016	25,52,573	4,53,219	10,83,693	5,73,690	5,12,955	15,75,000	67,51,130
Depreciation							
As at 1 April 2014	7,16,194	2,94,108	4,07,139	2,20,121	1,68,680	-	18,06,242
Charge for the year - 2014	8,09,507	1,33,746	1,29,908	1,66,821	2,25,289	-	14,65,271
Sales/ Adjustments - 2014	-	-					-
As at 31 March 2015	15,25,701	4,27,854	5,37,047	3,86,942	3,93,969	-	32,71,513
Charge for the year - 2015	4,50,182	16,328	1,04,963	68,586	79,139	78,700	7,97,898
Sales/ Adjustments - 2015	-	-					-
As at 31 March 2014	19,75,883	4,44,182	6,42,010	4,55,528	4,73,108	78,700	40,69,411
Net Block							
As at 31 March 2015	10,26,872	25,365	5,46,646	1,86,748	92,486	-	18,78,117
As at 31 March 2016	5,76,690	9,037	4,41,683	1,18,162	39,847	14,96,300	26,81,719

Cospower Engineering Private Limited

Notes to the financial statements (Continued)
for the year ended 31 March 2016

(Currency: Indian rupees)

	2016	2015
17 Revenue from operations		
Sale of products	4,59,13,715	7,79,49,828
	4,59,13,715	7,79,49,828
18 Other income		
Interest income	90,750	2,689
Dividend Income	80	80
Miscellaneous income	14,47,818	89,220
	20,04,029	91,989
19 Purchase of Stock-in-trade		
Purchases	3,06,38,958	5,71,42,539
	3,06,38,958	5,71,42,539
5 - CHANGES IN INVENTORY OF FINISHED GOODS, WORK-IN-PROGRESS		
Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
<u>Opening Inventory</u>		
Finished Goods	2,85,10,916	2,47,00,000
<u>Closing Inventory</u>		
Finished Goods	3,35,56,852	2,85,10,916
	(50,45,936)	(38,10,916)
20 Employee benefit expenses		
Salaries and incentives	88,03,995	89,36,924
Contributions to provident and other funds	3,69,630	3,52,884
Contribution to Gratuity	50,000	-
Staff welfare expenses	1,36,202	1,81,099
	93,59,827	94,70,907
21 Finance costs		
Interest expense	47,94,522	51,47,955
	47,94,522	51,47,955
22 Other expenses		
Rent	7,49,500	9,90,000
Business Support Services	2,32,667	3,46,509
Repairs and maintenance - others	5,50,920	1,66,656
Insurance - others	95,940	6,04,264
Rates and taxes	1,47,511	3,40,863
Freight and transportation	5,72,914	7,43,961
Travel and conveyance	11,24,651	15,52,118
Communication expenses	31,277	74,142
Legal and professional	2,65,496	8,70,100
Auditors' remuneration (refer note 21.2)	1,50,000	1,50,000
Power and fuel	1,64,098	1,53,576
Labour Charges	5,08,800	6,72,960
Exchange Rate Difference	-	43,643
Loss on sale of Funds	1,068	-
Bad debts written off	(1,06,239)	-
Miscellaneous expenses	17,57,168	12,41,083
	62,45,771	79,49,875

Cospower Engineering Private Limited

Notes to the financial statements (Continued) for the year ended 31 March 2016

(Currency: Indian rupee)

23 Notes to the financial statements

23.1 Contingent liabilities and commitments

Contingent liability

At 31 March 2016, the Company had no contingent liability.

Commitments

There are no commitments as at 31 March 2016.

23.2 Auditors' remuneration (exclusive of service tax)

	2016	2015
As auditors		
- Audit fee	1,50,000	1,50,000
	1,50,000	1,50,000

23.3 Managerial remuneration

The Company has paid managerial remuneration of Rs. 10,03,200/- each to Mr. Oswald D'souza (Director) and Mr. Felix Kadam (Director) during the year ended 31 March 2016.

23.4 Operating lease

The Company has entered in to operating lease arrangements for certain office premises. Rent expenses of Rs. 7,49,500/- in respect of obligation under cancellable operating leases have been recognized in the statement of profit & loss. The company has not entered into any non-cancellable operating lease during the period.

The lease arrangement which is cancellable is for 11 months. Under this arrangement, refundable interest free deposits have been given towards deposit.

The future minimum lease payments in respect of this, as at 31st March, 2016 are as follows:

	2016	2015
Less than one year	7,49,500	7,20,000
Between one and five years	-	-
Above five years	-	-
	7,49,500	7,20,000

Cospower Engineering Private Limited

Notes to the financial statements (*Continued*) for the year ended 31 March 2016

(Currency: Indian rupee)

23 Notes to the financial statements

23.5 Dues to micro and small enterprises

Based on the information presently available with the management, there are Rs.Nil (2016:Rs. Nil) outstanding to the micro and small enterprises covered under the Micro, Small and Medium Enterprises Development Act, 2006. The disclosures in respect of the amounts payable to the micro and small enterprises as at 31stMarch 2016 have been made in the financial statements, to the extent of available information in this regard. In view of the management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act to these and the other enterprises who have not yet responded to the Company's letter is not expected to be material.

	2016	2015
Principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	-	-
Amount of interest paid by the Company along with the amounts of payment made to the supplier beyond the appointed day during the year	-	-
Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise	-	-

Cospower Engineering Private Limited

Notes to the financial statements (Continued)
for the year ended 31 March 2016

(Currency: Indian rupee)

23 Notes to the financial statements

23.6 Deferred taxes liability, net

	2016	2015
Deferred tax assets		
Expenses allowable in installments	9,188	9,188
Amount Allowed u/s.43B	2,64,721	2,99,521
Total (A)	2,73,909	3,08,709
Deferred tax liability		
Difference in written down value of fixed assets	58,711	2,87,174
Amount Disallowed u/s.43B	2,58,282	2,88,784
Total (B)	3,16,993	5,75,958
Net deferred tax liability/(asset)(A-B)	(43,084)	(2,67,249)
Opening Deferred tax asset	(9,27,592)	(6,60,343)
Net deferred tax asset recognized	(18,766)	(2,67,249)

Deferred tax asset primarily comprise deferred tax on expenses allowed in installments as per Income Tax Act, 1961. The movement in deferred tax liabilities is on account of depreciation on fixed assets We assess the likelihood that our deferred tax asset will be recovered from future taxable income. We believe it is more likely than not that we will realize the benefit of these deductible differences.

Deferred income tax assets and deferred tax liabilities have been setoff wherever the Company has a legally enforceable right to set off current income tax assets against current income tax liabilities and where the deferred income tax assets and deferred income tax liabilities relate to income taxes levied by the same taxation authority.

23.7 Unhedged foreign currency exposure

Purpose	Currency	2016		2015	
		Amount in foreign currency	Amount in Rupees	Amount in foreign currency	Amount in Rupees
Receivables	-	-	-	-	-
Payables	-	-	-	-	-

Cospower Engineering Private Limited

Notes to the financial statements (Continued) for the year ended 31 March 2016

(Currency: Indian rupee)

23 Notes to the financial statements

23.8 Earnings per share

The computation of basic/diluted earnings per share is set out below:

	2016	2015
Profit after tax attributable to equity shareholders (Rs.) (A)	6,83,273	4,67,435
Number of equity shares outstanding at the beginning of the year	1,50,000	1,50,000
Equity shares issued during the year	-	-
Number of equity shares outstanding at the end of the year	1,50,000	1,50,000
Weighted average number of equity shares outstanding at the end of the year (B)	1,50,000	1,50,000
Basic and diluted earnings per share (Rs.) (A/B)	4.56	3.12
Face value per share (Rs.)	10	10

23.9 Related party disclosures

- (a) Key managerial personnel - Mr. Oswald D'souza (Director)
Mr. Felix Kadam (Director)
- (b) Other related parties with whom transactions have taken place during the year.
- Associate enterprise - FOS Glaze Private Limited
- Relatives of Directors - YonelleD'souza
- ShridharKadam

Cospower Engineering Private Limited**Notes to the financial statements (Continued)**
for the year ended 31 March 2016

(Currency: Indian rupee)

23 Notes to the financial statements**(c) Transactions with related party during the year**

Related Party Transactions	2016	2015
Remuneration		
Oswald D'souza	10,03,200	10,03,200
Felix Kadam	10,03,200	10,03,200
Loans & Advances Given		
FOS Glaze Private Limited	52,92,952	3,07,875
Loan Repaid		
Felix Kadam	18,70,000	2,05,000
Oswald D'souza	9,08,000	3,25,000
JhonaKadam	-	1,20,000
ShridharKadam	-	11,62,100
YonelleD'souza	-	13,05,600
Rent		
Oswald D'souza	75,000	1,80,000
Felix Kadam	75,000	1,80,000
Janet D'souza	1,80,000	1,80,000
ChristbellKadam	1,80,000	1,80,000

(d) Balances of related parties as at the end of the year.

	2016	2015
Loan Receivable		
FOS Glaze Private Limited	98,33,213	45,40,261
Loan Payable		
Oswald D'souza	70,55,565	17,46,791
Felix Kadam	73,62,588	28,21,215

23.10 Information with regard to the other additional information and other disclosures to be disclosed by way of notes to statement of profit and loss as specified in the Revised Schedule VI of the Companies Act, 1956 is either 'nil' or 'not applicable' to the Company for the year.

Cospower Engineering Private Limited

Notes to the financial statements (Continued)
for the year ended 31 March 2016

(Currency: Indian rupee)

23 Notes to the financial statements

23.11 Prior Year Comparatives

Prior year's figures have been regrouped or reclassified wherever necessary to conform to current year's classification.

As per our report of even date attached
For C.J.K. Associates
Chartered Accountants
(Firms Registration No.: 117467W)

N. B. Chavan
Partner
Membership No.: 042709

Place : Mumbai
Date :08.09.2016

For and on behalf of the Board of Directors of
Cospower Engineering Private Limited



Oswald D'souza
Director



Felix Kadam
Director



Independent Auditors' Report

TO THE MEMBERS OF COSPOWER ENGINEERINGPRIVATE LIMITED

REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying standalone financial statements of Cospower Engineering Private Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss for the year then ended, and a summary of the significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS AND FOR INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company 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 maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting 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 adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

AUDITORS' RESPONSIBILITY



Our responsibility is to express an opinion on these standalone financial statements based on our audit and to express an opinion on the Company's internal financial controls over financial reporting based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act and the Guidance Note on Audit of Internal Financial Controls over Financial Reporting. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement and whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

An audit involves performing procedures to obtain audit evidence about the amounts, the disclosures in the financial statements and adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 financial controls relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A company's internal financial controls over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies



and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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, of the state of affairs of the Company as at 31st March, 2016, and its profit for the year ended on that date.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by Section 143(3) of the Act, we report 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 purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.



- (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31st March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) In our opinion considering nature of business, size of operation and organisational structure of the entity, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) 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.



C. J. K. ASSOCIATES
CHARTERED ACCOUNTANTS

N. B. Chavan B. com., FCA
S. V. Kelkar B. com., FCA
M. M. Bagul M. com., FCA

2. This report does not contain a statement on the matter specified in paragraph 3 and 4 of the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of Section 143 (11) of the Act, since in our opinion and according to the information and explanations given to us, the said order is not applicable to the Company.

For **C.J.K. Associates**
Chartered Accountants
(Firm Registration No. 117467W)

Place: Mumbai
Date: September 08, 2016

N.B. Chavan
Partner
Membership No.: 042709



Annexure to Independent Auditors' Report

[Referred to in Paragraph 1 under heading of “Report on Other Legal and Regulatory Requirements’ section of our report of even date]

1. In respect of its fixed assets:
 - a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
 - b) As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner which in our opinion is reasonable, having regard to the size of the company and nature of its assets and no material discrepancies were noticed on such physical verification;
 - c) As per the information & explanations provided to us, the title deeds of immovable properties are held in the name of the company.
2. In respect of its inventories:
 - a) In our opinion, physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies were noticed on physical verification.
3. 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 Companies Act, 2013.
4. In respect of loans, investments, guarantees, and security:

In our opinion & according to the information given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments & providing guarantees & securities.
5. According to the information & explanations given to us, the company has not accepted any deposit from the public.



6. According to the information and explanations given to us, the Company is not required to maintain cost records pursuant to the Rules made by the Central Government for the maintenance of cost records under Section 148 (1) of the Companies Act, 2013.
7. In respect of statutory dues:-
- a) According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has not been regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income tax, sales tax, wealth tax, service tax, Customs Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues, as applicable to it with the appropriate authorities. The extent of the undisputed arrears of statutory dues outstanding as at March 31, 2016 for the period of more than six months from the date they become payable is given in Annexure I to this report.
 - b) According to the information and explanations given to us, there are no dues of income tax, Sales Tax, Service tax, Wealth tax, Value added tax, Customs Duty, Excise Duty and cess which have not been deposited with the appropriate authorities on account of any dispute.
8. In our opinion, and according to the information and explanation given to us, the Company has not defaulted in the repayment of dues to financial institutions, bank and debenture holders
9. According to the information and explanations given to us, the term loans have been applied for the purpose for which the loans were obtained.
10. According to the information and explanation given to us, no material fraud on or by the company has been noticed or reported during the year.
11. In our opinion and according to the information and explanation given to us managerial remuneration has been paid/provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.



12. The company is not a Nidhi Company & hence reporting under this clause of Paragraph 3 of the Order is not applicable.
13. In our opinion, and according to the information and explanation given to us, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.
14. During the year the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures & hence reporting under this clause of Paragraph 3 of the Order is not applicable to the Company.
15. In our opinion, and according to the information and explanation given to us the company has not entered into any persons connected with him & hence reporting under this clause of Paragraph 3 of the Order is not applicable to the Company.
16. In our opinion, and according to the information and explanation given to us the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **C.J.K. Associates**
Chartered Accountants
(Firm Registration No. 117467W)

Place : Mumbai
Date : 08.09.2016

N.B. Chavan
Partner
Membership No.: 042709



Annexure I

Name of Statute	Nature of Dues	Amount(Rs.)	Period to which amount relates	Due Date	Date of Payment
Employees' Provident Funds Scheme, 1952	Provident Fund	27685	April 15	15/05/2015	19/09/2015
	Provident Fund	28691	May 15	15/06/2015	19/09/2015
	Provident Fund	29793	June 15	15/07/2015	21/09/2015
	Provident Fund	28558	July 15	15/08/2015	06/10/2015
	Provident Fund	27550	Aug 15	15/09/2015	06/10/2015
	Provident Fund	25086	Sept 15	15/10/2015	03/12/2015
	Provident Fund	25086	Oct 15	15/11/2015	03/12/2015
	Provident Fund	26490	Nov 15	15/12/2015	29/01/2016
	Provident Fund	26490	Dec 15	15/01/2016	08/04/2016
	Provident Fund	27553	Jan 16	15/02/2016	08/04/2016
	Provident Fund	27553	Feb 16	15/03/2016	08/04/2016
	Provident Fund	27553	Mar 16	15/04/2016	19/05/2016