

## **DIRECTORS' REPORT**

Dear Shareholders,

Your Directors have pleasure in presenting the Eighth Annual Report of the Company together with the Audited Accounts for the year ended 31st March, 2018.

### **1. FINANCIAL RESULTS**

The Company's financial performance for the year under review along with previous year's figures are given hereunder:

| <b>PARTICULARS</b>                             | <b>(Amount in Rupees)</b>            |                                      |
|--|--------------------------------------|--------------------------------------|
|  | <b>For the Year ended 31.03.2018</b> | <b>For the Year ended 31.03.2017</b> |
| Net Sales /Income from:<br>Business Operations | -                                    | -                                    |
| Other Income                                   | -                                    | -                                    |
| <b>Total Income</b>                            | -                                    | -                                    |
| Earnings before Interest, Depreciation & Tax   | (29,743)                             | (9,10,221)                           |
| Less: Interest                                 | -                                    | -                                    |
| Depreciation                                   | -                                    | -                                    |
| Profit before Tax                              | (29,743)                             | (9,10,221)                           |
| Less: Current Income Tax                       | -                                    | -                                    |
| Less: Previous year adjustment of Income Tax   | -                                    | -                                    |
| Less: Deferred Tax                             | -                                    | -                                    |
| <b>Net Profit after Tax</b>                    | <b>(29,743)</b>                      | <b>(9,10,221)</b>                    |
| Dividend (including Interim if any and final ) | -                                    | -                                    |
| Transfer to Statutory Reserves                 | NIL                                  | NIL                                  |
| Balance carried to Balance Sheet               | (29,743)                             | (9,10,221)                           |
| Earning per share (Basic & Diluted)            | (0.59)                               | (18.20)                              |

### **2. DIVIDEND AND TRANSFER TO RESERVES**

In view of losses incurred by the Company, your Directors do not recommend any dividend for the period under review.

And the Company has not transferred any amount to reserves.

### **3. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND**

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared.

**4. REVIEW OF BUSINESS OPERATIONS AND FUTURE PROSPECTS**

During the year under review, the Company did not have any operating revenues. The Net Loss for the year under review amounted to Rs. 29,743 in the current year as compared to Rs. 9,10,221 in the previous year.

The Company will continue working on new business developments.

**5. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT**

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relate and the date of this report.

**6. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

The provisions of Section 134(m) of the Companies Act, 2013 do not apply to our Company as it is not a manufacturing company. There was no foreign exchange inflow or Outflow during the year under review.

**7. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY**

The Board of Directors is responsible for identifying, evaluating and managing all significant risks faced by the Company. The Company follows well-established and detailed risk assessment and minimization procedures, which are periodically reviewed by the Board. The Company has in place a business risk management framework for identifying risks and opportunities that may have a bearing on the organization's objectives, assessing them in terms of likelihood and magnitude of impact and determining a response strategy. In the opinion of the Board, none of the risks faced by the Company threaten its existence.

**8. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES**

The Company is not required to constitute a Corporate Social Responsibility Committee as it does not fall within purview of Section 135(1) of the Companies Act, 2013 and hence it is not required to formulate policy on corporate social responsibility.

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**9. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

The Company has not advanced any loans or provided any guarantees or investment covered under section 186 of the Companies Act, 2013 during the period under review.

**10. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES**

There were no contracts or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review.

**11. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS**

There was no qualifications, reservations or adverse remarks made by the Auditors in their report. The provisions relating to submission of Secretarial Audit Report is not applicable to the Company.

**12. COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES**

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company and hence the Company has not devised any policy relating to appointment of Directors, payment of Managerial remuneration, Directors qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013.

**13. ANNUAL RETURN**

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration ) Rules, 2014 is furnished in Annexure I and is attached to this Report.

**14. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW**

The Board met four times during the year under review on 24.05.2017, 11.08.2017, 11.11.2017 and 11.02.2018.

**15. DIRECTORS RESPONSIBILITY STATEMENT**

In accordance with the provisions of Section 134(5) of the Companies Act, 2013, your directors hereby confirm that:-

(a) in the preparation of the annual accounts for the financial year ended 31<sup>st</sup> March 2018, the applicable accounting standards had been followed and there are no material departures in adoption of these standards;

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(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 loss of the company for the period ended on that date;

(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; and

(e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **16. SUBSIDIARIES**

The Company does not have Subsidiary as on 31<sup>st</sup> March 2018 or during the year ended on that date.

#### **17. INTERNAL FINANCIAL CONTROL SYSTEM**

The Management is responsible for establishing and maintaining internal controls for financial reporting and the Statutory Auditors periodically reviews the effectiveness of the internal control systems of the Company pertaining to financial reporting of the Company to ensure Financial Statements of the Company present a true and fair view of the state of affairs of the Company.

#### **18. DEPOSITS**

The Company has not accepted any deposits from the public or its employees during the year under review. There were no other deposits falling under Rule 2(i)(c) of the Companies (Acceptance of Deposits) Rules, 2014 during the year under review. There are no deposits which are not in compliance with the requirement of Chapter V of the Companies Act, 2013 during the year under review.

#### **19. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS**

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

#### **20. DIRECTORS**

Mr. P Arulsundaram and Mrs. A Nithya are the directors of the Company. None of the Directors liable to retire by rotation as per Articles of Association of the Company.

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## **21. DECLARATION OF INDEPENDENT DIRECTORS**

The provisions of Section 149 pertaining to the appointment of Independent Directors do not apply to our Company.

## **22. STATUTORY AUDITORS**

The Statutory Auditor T.S.LAKSHMIVENKATARAMAN, Chartered Accountant, Salem retires at the ensuing Annual General Meeting.

Company proposes to appoint M/s. KANNAN & CO, Chartered Accountants(F.R.No. 006792S), Coimbatore as Statutory Auditors in the ensuing Annual General Meeting for a period of five year, i.e. until the conclusion of the next Annual General Meeting of the Company. The members are requested to consider their appointment and authorize the Board of Directors to fix their remuneration.

As required under the provisions of Sections 139(1) read with 141 of the Companies Act, 2013, the Company has obtained a written certificate from the Chartered Accountants, proposed to be appointed to the effect that their appointment, if made, would be in conformity with the provisions of Section 139 of the Companies Act, 2013.

## **23. DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM**

The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 is not applicable to the Company.

## **24. SHARES**

### **A. BUY BACK OF SECURITIES**

The Company has not bought back any of its securities during the year under review.

### **B. SWEAT EQUITY**

The Company has not issued any Sweat Equity Shares during the year under review.

### **C. BONUS SHARES**

No Bonus Shares were issued during the year under review.

### **D. EMPLOYEES STOCK OPTION PLAN**

The Company has not provided any Stock Option Scheme to the employees.

## **25. GENERAL**

**R.P.P. ENERGY SYSTEMS PRIVATE LIMITED**  
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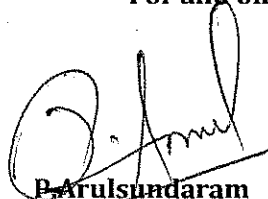
Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions/ events on these items during the year under review:

- Issue of equity shares with differential rights as to dividend, voting or otherwise.
- There were no Shares having voting rights not exercised directly by the employees and for the purchase of which or subscription to which loan was given by the Company.
- There are no employees in the Company and hence during the period under review the Company has not received any complaint under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.
- There are no employees in the Company and hence during the period under review and hence the details of remuneration exceeding the limit as stated in rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable.
- Change in the nature of business carried out by the Company during the year under review.

**26. ACKNOWLEDGEMENTS**

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

**For and on behalf of the Board of Directors**



**P. Arulsundaram**  
**DIN 00125403**  
**Director**



**A. Nithya**  
**DIN 00125357**  
**Director**

Place: Erode  
Date: 23.04.2018

## ANNEXURE - 1 TO THE DIRECTORS REPORT

Form No. MGT-9

### EXTRACT OF ANNUAL RETURN

For the financial year ended on 31.03.2018

[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   | U72200TZ2010PTC016441   |
| ii)  | Registration Date   | 14.10.2010  |
| iii) | Name of the Company   | R.P.P. Energy Systems Private Limited   |
| iv)  | Category / Sub-Category of the Company                                    | Private Limited Company by shares   |
| v)   | Address of the Registered office and contact details                      | S F No. 454, Raghupathynaiken Palayam, Railway Colony Post, Poondurai Road, Erode - 638002. |
| vi)  | Whether listed company  | NO  |
| vii) | Name, Address and Contact details of Registrar and Transfer 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:-

| S. No. | Name and Description of main products / services                                    | NIC Code of the Product/ service | % to total turnover of the company |
|--------|---|----------------------------------|------------------------------------|
| 1      | Generation and transmission of electric energy and Distribution of electric energy. | 4001, 4002, 4004, 4005 & 4010    | NIL                                |

#### 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 |
|--------|---------------------------------|-----------------------|--------------------------------|------------------|--------------------|
| 1      | RPP Infra Projects Limited      | L45201TZ1995PLC006113 | Holding Company                | 100%             | Sec 2(46)          |







B) Shareholding of Promoter-

| S. 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      | Mr. P .Arulsundaram jointly with R.P.P Infra Projects Limited | 1   | 0.01                             | -  | 1                                   | 0.01                             | -  | -  |
| 2      | R.P.P Infra Projects Limited                                  | 49999                                     | 99.99                            | -  | 49999                               | 99.99                            | -  | -  |

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

| S. No. | Particulars   | 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  | 50000                                     | 100                              | 50000                                   | 100                              |
|        | Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.): | -   | -                                | -                                       | -                                |
|        | At the end of the year  | 50000                                     | 100                              | 50000                                   | 100                              |

**D) Shareholding Pattern of top ten Shareholders:**

**(Other than Directors, Promoters and Holders of GDRs and ADRs):**

| S. No. | For Each of the Top 10 Shareholders  | 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   | -   | -                                | -                                       | -                                |
|        | Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc): | -   | -                                | -                                       | -                                |
|        | At the end of the year   | -   | -                                | -                                       | -                                |

**E) Shareholding of Directors and Key Managerial Personnel:**

| S. No. | Shareholding of each Directors and each Key Managerial Personnel | 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                                     | -   | -                                | -                                       | -                                |

|   |   |   |   |   |
|---|---|---|---|---|
| Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.): | - | - | - | - |
| At the end of the year  | - | - | - | - |

#### V. INDEBTEDNESS

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

| Particulars  | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|--|----------------------------------|-----------------|----------|--------------------|
| <b>Indebtedness at the beginning of the financial year</b> |                                  |                 |          |                    |
| i) Principal Amount  | -                                | -               | -        | -                  |
| ii) Interest due but not paid                              |                                  |                 |          |                    |
| <b>Total (i+ii+iii)</b>                                    | -                                | -               | -        | -                  |
| <b>Change in Indebtedness during the financial year</b>    |                                  |                 |          |                    |
| · Addition   | -                                | -               | -        | -                  |
| · Reduction  |                                  |                 |          |                    |
| <b>Net Change</b>  | -                                | -               | -        | -                  |
| <b>Indebtedness at the end of the financial year</b>       |                                  |                 |          |                    |
| i) Principal Amount  | -                                | -               | -        | -                  |
| ii) Interest due but not paid                              |                                  |                 |          |                    |
| iii) Interest accrued but not                              |                                  |                 |          |                    |
| <b>Total (i+ii+iii)</b>                                    | -                                | -               | -        | -                  |

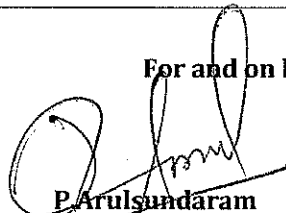
**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

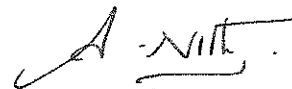
| S. No. | Particulars of Remuneration  | Name of MD/WTD/<br>Manager |   |   | Total<br>Amount |
|--------|--|----------------------------|---|---|-----------------|
| 1.     | Gross salary<br>(a) Salary as per provisions contained in section 17(1) of the Income-tax Act,1961<br>(b) Value of perquisites u/s 17(2) Income-tax Act, 1961<br>(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961 | -                          | - | - | -               |
| 2.     | Stock Option   | -                          | - | - | -               |
| 3.     | Sweat Equity   | -                          | - | - | -               |
| 4.     | Commission (as % of Profit)  | -                          | - | - | -               |
| 5.     | Others   | -                          | - | - | -               |

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

| Type                                | Section of the Compaiaes Act | Brief Description | Details of Penalty/ Punishment/ Compounding Fees imposed | Authority (RD/NCLT/ Court) | Appeal made, if any (give details) |
|-------------------------------------|------------------------------|-------------------|--|----------------------------|------------------------------------|
| <b>A. Company</b>                   |                              |                   |  |                            |                                    |
| Penalty                             |                              |                   | NONE   |                            |                                    |
| Punishment                          |                              |                   |  |                            |                                    |
| Compounding                         |                              |                   |  |                            |                                    |
| <b>B. Directors</b>                 |                              |                   |  |                            |                                    |
| Penalty                             |                              |                   | NONE   |                            |                                    |
| Punishment                          |                              |                   |  |                            |                                    |
| Compounding                         |                              |                   |  |                            |                                    |
| <b>C. Other officers in default</b> |                              |                   |  |                            |                                    |
| Penalty                             |                              |                   | NONE   |                            |                                    |
| Punishment                          |                              |                   |  |                            |                                    |
| Compounding                         |                              |                   |  |                            |                                    |

For and on behalf of the Board of Directors

  
**P. Arulsundaram**  
 DIN 00125403  
 Director

  
**A. Nithya**  
 DIN 00125357  
 Director

Place: Erode  
 Date: 23.04.2018



**T.S.LAKSHMIVENKATARAMAN, B.Com., F.C.A.,**  
Chartered Accountant

"Gokulam"

# 135/55, Rajaji Road,  
Salem - 636 007.

Phone : 0427-2312393

Mobile: 94432 21626

E-mail : tslv\_raman@yahoo.co.in

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## **INDEPENDENT AUDITOR'S REPORT**

### **TO THE MEMBERS OF M/s. R.P.P ENERGY SYSTEMS PRIVATE LIMITED**

#### **Report on the Standalone Financial Statements**

We have audited the accompanying standalone financial statements of **M/s. R.P.P Energy Systems Private Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2018 and the Statement of Profit and Loss for the year then ended (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes to Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

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

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position and financial performance and cash flow of the Company in accordance with the accounting principles generally accepted in India, including Companies (Indian Accounting Standards) Rules, 2015 (as amended) under Section 133 of the Act. 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.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.



**T.S.LAKSHMIVENKATARAMAN, B.Com., F.C.A.,**  
Chartered Accountant

“ Gokulam”

# 135/55, Rajaji Road,  
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E-mail : tslv\_raman@yahoo.co.in

An audit involves performing procedures to obtain audit evidence about the amounts and the 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 financial control 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 standalone financial statements.

### **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, 2018, and its profit/loss for the year ended on that date.

### **Report on Other Legal and Regulatory Requirements.**

1. As required by the Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the 'Annexure A', a statement on the matters specified in the paragraph 3 and 4 of the order.
2. 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 Ind AS 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, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 from being appointed as a director in terms of Section 164 (2) of the Act.



**T.S.LAKSHMIVENKATARAMAN, B.Com., F.C.A.,**  
Chartered Accountant

"Gokulam"

# 135/55, Rajaji Road,  
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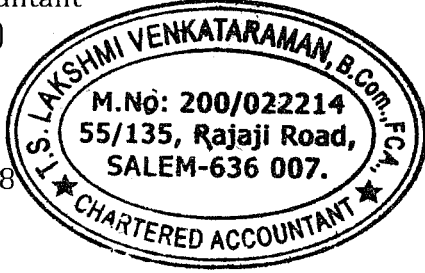
Mobile: 94432 21626

E-mail : tslv\_raman@yahoo.co.in

- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls the same is not applicable to the Company due to not meeting the threshold limits on turnover and also borrowing.
- 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:
- The Company does not have any pending litigations which would impact its financial position.
  - The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**T.S.LAKSHMIVENKATARAMAN**  
Chartered Accountant  
(M. No. 022214)

Place: Chennai  
Date: 23.04.2018







**T.S.LAKSHMIVENKATARAMAN, B.Com., F.C.A.,**  
Chartered Accountant

“ Gokulam”

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**ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT**

The Annexure referred to in Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31<sup>st</sup> March 2018, we report that:

1. The company has no Fixed Assets and therefore Paragraph 3(1a), 3(1b) and 3(1c) of CARO is not applicable to this company.
2. The Company has no Inventory hence Paragraph 3(2) of CARO is not applicable to this company.
3. The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act during the year. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
4. In our opinion and according to the information and explanations given to us, the company has not granted any loans, made investments, provide guarantees or securities as per the provisions of section 185 and 186 of the Companies Act, 2013 during the year under review.
5. The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
6. We have broadly reviewed the books of account maintained by the company pursuant to the Rules made by the Central Government for the maintenance of cost records u/s 148 of the Act, and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
7. a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31<sup>st</sup>, 2018 for a period of more than six months from the date on when they become payable.



**T.S.LAKSHMIVENKATARAMAN, B.Com., F.C.A.,**  
Chartered Accountant

"Gokulam"

# 135/55, Rajaji Road,  
Salem - 636 007.

Phone : 0427-2312393

Mobile: 94432 21626

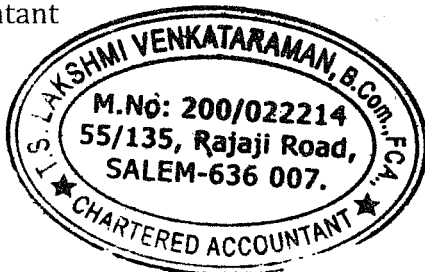
E-mail : tslv\_raman@yahoo.co.in

b)According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.

8. Based on our audit procedures, we are of the opinion that the company has not defaulted in repayment of dues to its bank, financial institution, and Government or Debenture holders.
9. The Company did not raise any money by way of initial public offer or further public offer (Including debt instruments). In our opinion, the term loans have been applied for the purposes for which they were raised.
10. Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
11. The Managerial Remuneration in accordance with the requisite approvals mandated by Sec. 197 read with Schedule V to the Act is not applicable to the Company.
12. The Company is not a Nidhi Company. Therefore clause 3(12) of the Order is not applicable.
13. In our opinion, the Company has not entered into any Related Party Transactions within the meaning of Section 188 of the Act during the year. Para 3(13) of the order is therefore not applicable to the Company.
14. The Company has not made any preferential allotment / private placement of shares during the year and therefore this clause is not applicable to the Company.
15. The Company has not entered into any non-cash transactions with directors / persons connected with him as stipulated u/s. 192 of the Act. Clause 3(15) of the Order is therefore not applicable to the Company.
16. In our opinion, the Company is not required to be registered u/s 45-IA of the Reserve Bank of India Act, 1934.

**T.S.LAKSHMIVENKATARAMAN**  
Chartered Accountant  
(M. No. 022214)

Place: Chennai  
Date: 23.04.2018



# R.P.P ENERGY SYSTEMS PRIVATE LIMITED

SF No. 454, Raghupathynaicken Palayam, Poondurai Main Road, Erode - 638 002, Tamil Nadu

Balance Sheet as at 31st March 2018

CIN : U72200TZ2010PTC016441

|                                     |       | 31-Mar-18        | 31-Mar-17        | 01-Apr-16        |
|-------------------------------------|-------|------------------|------------------|------------------|
|                                     | Notes | Amount (In RS.)  | Amount (In RS.)  | Amount (In RS.)  |
| <b>Assets</b>                       |       |                  |                  |                  |
| <b>Non-current assets</b>           |       |                  |                  |                  |
| Property, plant and equipment       |       | -                | -                | -                |
| Capital work in progress            |       | -                | -                | -                |
| Other Intangible assets             |       | -                | -                | -                |
| <b>Financial assets</b>             |       |                  |                  |                  |
| Investments                         |       | -                | -                | -                |
| Long Term Loans & Advances          | 1     | 7,500,000        | 7,500,000        | 7,500,000        |
| Deferred Tax Asset                  |       | -                | -                | -                |
| Other Non-Current Assets            |       | -                | -                | -                |
|                                     |       | <b>7,500,000</b> | <b>7,500,000</b> | <b>7,500,000</b> |
| <b>Current assets</b>               |       |                  |                  |                  |
| Inventories                         |       | -                | -                | -                |
| <b>Financial assets</b>             |       |                  |                  |                  |
| (i) Investments                     |       | -                | -                | -                |
| (ii) Trade Receivables              |       | -                | -                | -                |
| (iii) Cash and Cash equivalents     | 2     | 86,365           | 106,108          | 106,264          |
| (iv) Short Term Loans & Advances    |       | -                | -                | -                |
| (v) Others                          |       | -                | -                | -                |
| Other Current Assets                |       | -                | -                | -                |
| Current Tax Assets (net)            |       | -                | -                | -                |
|                                     |       | <b>86,365</b>    | <b>106,108</b>   | <b>106,264</b>   |
| <b>Total assets</b>                 |       | <b>7,586,365</b> | <b>7,606,108</b> | <b>7,606,264</b> |
| <b>Equity and liabilities</b>       |       |                  |                  |                  |
| <b>Equity</b>                       |       |                  |                  |                  |
| Equity Share Capital                | 3     | 500,000          | 500,000          | 500,000          |
| Other Equity                        | 4     | -1,241,060       | -1,211,317       | -301,095         |
| <b>Total equity</b>                 |       | <b>-741,060</b>  | <b>-711,317</b>  | <b>198,905</b>   |
| <b>Non-current liabilities</b>      |       |                  |                  |                  |
| <b>Financial liabilities</b>        |       |                  |                  |                  |
| Borrowings                          |       | -                | -                | -                |
| Other Financial Liabilities         | 5     | 8,269,953        | 7,383,887        | 7,383,887        |
| Provisions                          |       | -                | -                | -                |
|                                     |       | <b>8,269,953</b> | <b>7,383,887</b> | <b>7,383,887</b> |
| <b>Current liabilities</b>          |       |                  |                  |                  |
| <b>Financial Liabilities</b>        |       |                  |                  |                  |
| Borrowings                          |       | -                | -                | -                |
| Trade payables                      |       | -                | -                | -                |
| Other current financial liabilities | 6     | -                | 886,066          | -                |
| Other Current Liabilities           | 7     | 57,472           | 47,472           | 23,472           |
| Short Term Provisions               |       | -                | -                | -                |
| Current Tax Liabilities (Net)       |       | -                | -                | -                |
|                                     |       | <b>57,472</b>    | <b>933,538</b>   | <b>23,472</b>    |
| <b>Total liabilities</b>            |       | <b>8,327,425</b> | <b>8,317,425</b> | <b>7,407,359</b> |
| <b>Total equity and liabilities</b> |       | <b>7,586,365</b> | <b>7,606,108</b> | <b>7,606,264</b> |

Summary of Significant Information 17

The accompanying notes are an integral part of the financial statements.

This is my report of even date

For and on behalf of the Board

T.S.LAKSHMI VENKATARAMAN  
CHARTERED ACCOUNTANT

Membership No. 022214

Place: Chennai

Date: 23.04.2018

T. ARULSUNDARAM  
DIRECTOR

DIN :00125403

A.NITHYA  
DIRECTOR

DIN: 00125357



## R.P.P ENERGY SYSTEMS PRIVATE LIMITED

SF No. 454, Raghupathaynaicken Palayam, Poondurai Main Road, Erode - 638 002, Tamil Nadu

### Statement of Profit and loss account for period ended 31st March 2018

CIN : U72200TZ2010PTC016441


|  |       | 31-Mar-18       | 31-Mar-17       | 01-Apr-16       |
|--|-------|-----------------|-----------------|-----------------|
|  | Notes | Amount (In RS.) | Amount (In RS.) | Amount (In RS.) |
| Revenue from operations  | 8     | -               | -               | -               |
| Other income   | 9     | -               | -               | -               |
| <b>Total income</b>  |       | -               | -               | -               |
| <b>Expenses</b>  |       |                 |                 |                 |
| Cost of materials consumed   |       | -               | -               | -               |
| Direct Operating Cost  |       | -               | -               | -               |
| Employee benefits expense  |       | -               | -               | -               |
| Finance Cost   | 10    | 743             | 886,221         | 81              |
| Depreciation and amortization expense  |       | -               | -               | -               |
| Other expenses   | 11    | 29,000          | 24,000          | 11,736          |
| <b>Total expense</b>   |       | <b>29,743</b>   | <b>910,221</b>  | <b>11,817</b>   |
| <b>Profit/(loss) before Exceptional</b>  |       | <b>-29,743</b>  | <b>-910,221</b> | <b>-11,817</b>  |
| <b>Exceptional Item</b>  |       | -               | -               | -               |
| <b>Profit / (Loss) after Exceptional Before tax</b>  |       | <b>-29,743</b>  | <b>-910,221</b> | <b>-11,817</b>  |
| Current Tax  |       |                 |                 |                 |
| Deferred tax   |       |                 |                 |                 |
| Income tax expense   |       |                 |                 |                 |
| <b>Profit/(loss) for the year</b>  |       |                 |                 |                 |
| <b>Other comprehensive income</b>  |       |                 |                 |                 |
| <b>Other comprehensive income not to be reclassified to profit or loss in subsequent periods:</b>    |       |                 |                 |                 |
| Re-measurement gains/ (losses) on defined benefit plans  |       |                 |                 |                 |
| <b>Net other comprehensive income not to be reclassified to profit or loss in subsequent periods</b> |       |                 |                 |                 |
| <b>Other comprehensive income for the year, net of tax</b>   |       |                 |                 |                 |
| <b>Total comprehensive income for the year, net of tax</b>   |       |                 |                 |                 |
| <b>Earnings per share</b>  | 12    |                 |                 |                 |
| Basic and Diluted Earnings per share   |       |                 |                 |                 |

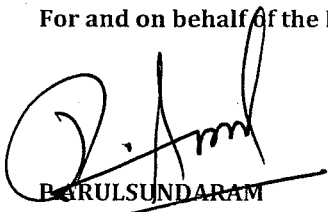
Summary of significant Information 17

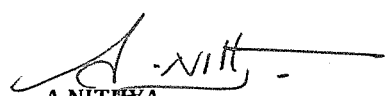
The accompanying notes are an integral part of the financial statements.

As per my report of even date

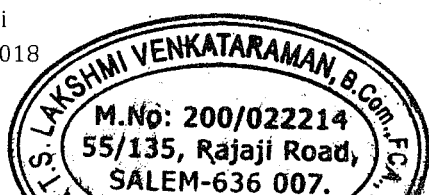
For and on behalf of the Board

  
T.S.LAKSHMIVENKATARAMAN  
CHARTERED ACCOUNTANT  
Membership No. 022214

  
B. ARULSUNDARAM  
DIRECTOR  
DIN :00125403

  
A.NITHYA  
DIRECTOR  
DIN: 00125357

Place: Chennai  
Date: 23.04.2018



# R.P.P ENERGY SYSTEMS PRIVATE LIMITED

SF No. 454, Raghupathyaicken Palayam, Poondurai Main Road, Erode - 638 002, Tamil Nadu

## Cash Flow Statement for the year ended 31st March 2018

CIN : U72200TZ2010PTC016441

| Particulars  | 31-Mar-18<br>Amount (In RS.) | 31-Mar-17<br>Amount (In RS.) | 01-Apr-16<br>Amount (In RS.) |
|--|------------------------------|------------------------------|------------------------------|
| <b>Cash Flows From Operating Activities</b>                |                              |                              |                              |
| <b>Profit Before Tax</b>                                   | -29,743                      | -910,221                     | -11,817                      |
| Add: Depreciation  | -                            | -                            | -                            |
| Add: Interest  | 743                          | 886,221                      | 81                           |
| Less: Unrealised Forex (Gain /Loss - NET)                  | -                            | -                            | -                            |
| Less: Interest Received                                    | -                            | -                            | -                            |
| <b>Operating Profit Before Working Capital Changes</b>     | <b>-29,000</b>               | <b>-24,000</b>               | <b>-11,736</b>               |
| (Increase) /Decrease in Current Assets                     | -                            | -                            | -                            |
| Increase /(Decrease) in Other Current Liabilities          | 10,000                       | 24,000                       | 11,736                       |
| Increase /(Decrease) in Other Financial Liabilities        | -                            | -                            | -                            |
| <b>Operating Profit After Working Capital Changes</b>      | <b>10,000</b>                | <b>24,000</b>                | <b>11,736</b>                |
| Less: Tax Paid Including Dividend Tax                      | -                            | -                            | -                            |
| Less: Income Tax adjustment for prior Period               | -                            | -                            | -                            |
| Less: Dividend Paid  | -                            | -                            | -                            |
| <b>Net Cash Flow From Operating Activities</b>             | <b>-19,000</b>               | <b>-</b>                     | <b>-</b>                     |
| <b>Cash Flow From Investing Activities</b>                 |                              |                              |                              |
| Purchase of Fixed Assets                                   | -                            | -                            | -                            |
| Sales of Fixed Assets                                      | -                            | -                            | -                            |
| Profit / Loss on Sale of Fixed Assets                      | -                            | -                            | -                            |
| Investment in Subsidiaries                                 | -                            | -                            | -                            |
| (Increase)/Decrease of Investments                         | -                            | -                            | -                            |
| Interest Received  | -                            | -                            | -                            |
| <b>Net Cash Flow From Investing Activities</b>             | <b>-</b>                     | <b>-</b>                     | <b>-</b>                     |
| <b>Cash Flow From Financing Activities</b>                 |                              |                              |                              |
| Proceeds from Issue of Shares including Share Premium      | -                            | -                            | -                            |
| Proceeds from Issue of Loan from Director                  | 8,269,953                    | -                            | -                            |
| Repayment of loan taken from RPP Infra                     | -7,383,887                   | -                            | -                            |
| Interest Paid  | -886,809                     | -155                         | -81                          |
| Public Issue Expenses                                      | -                            | -                            | -                            |
| Increase/(Decrease) in Secured Long-Term Loan              | -                            | -                            | -                            |
| Increase/(Decrease) in Secured working Capital Loan        | -                            | -                            | -                            |
| Increase/(Decrease) in Unsecured Loan                      | -                            | -                            | -                            |
| (Increase)/Decrease in Deferred Tax Liability              | -                            | -                            | -                            |
| <b>Net Cash Flow From Financing Activities</b>             | <b>-743</b>                  | <b>-155</b>                  | <b>-81</b>                   |
| <b>Net Increase/(Decrease) in Cash And Cash Equivalent</b> | <b>-19,743</b>               | <b>-155</b>                  | <b>-81</b>                   |
| <b>Cash and Cash Equivalent at beginning of the period</b> | <b>106,108</b>               | <b>106,264</b>               | <b>106,345</b>               |
| <b>Cash and Cash Equivalents at ending of the period</b>   | <b>86,365</b>                | <b>106,108</b>               | <b>106,264</b>               |

### Notes :

Cash Flow Statement has been prepared under the indirect method as set out in the Indian Accounting

Standard (IndAS) 7 "Cash Flow Statements" as specified in the Companies (Accounting Standard) Rule, 2006.

Summary of significant Information

17

The accompanying notes are an integral part of the financial statements.

As per my report of even date

For and on behalf of the Board

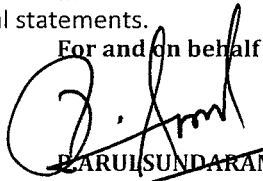
T.S.LAKSHMIVENKATARAMAN

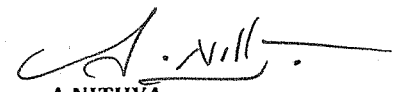
CHARTERED ACCOUNTANT

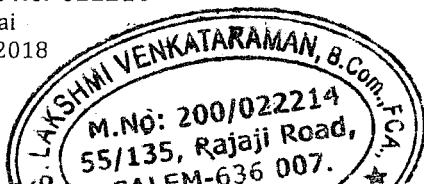
Membership No. 022214

Place: Chennai

Date: 23.04.2018

  
P. ARULSUNDARAM  
DIRECTOR  
DIN :00125403

  
A.NITHYA  
DIRECTOR  
DIN: 00125357



## R.P.P ENERGY SYSTEMS PRIVATE LIMITED

SF No. 454, Raghupathaynaicken Palayam, Poondurai Main Road, Erode - 638 002, Tamil Nadu

### Statement of Changes in Equity for the year ended 31st March 2018

CIN : U72200TZ2010PTC016441

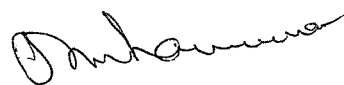
| (a) Equity Share Capital   |         |
|--|---------|
| Equity shares of Rs. 10/- each issued, subscribed and fully paid |         |
|  | Rs      |
| At 1 April 2016  | 500,000 |
| Issued on Incorporation  | -       |
| At 31 March 2017   | 500,000 |
| Issue of share capital   | -       |
| At 31 March 2018   | 500,000 |

### (b) Other equity

| For the year ended 31 March 2018: | Retained earnings | Total      |
|-----------------------------------|-------------------|------------|
| As at 1 April 2017                | -1,211,317        | -1,211,317 |
| Profit / (Loss) for the year      | -29,743           | -29,743    |
| Other comprehensive income        | -                 | -          |
| Total comprehensive income        | -                 | -          |
| At 31 March 2018                  | -1,241,060        | -1,241,060 |
|                                   |                   |            |
| For the year ended 31 March 2017: |                   |            |
| As at 1 April 2016                | -301,095          | -301,095   |
| Profit / (Loss) for the year      | -910,221          | -910,221   |
| Other comprehensive income        | -                 | -          |
| Total comprehensive income        |                   |            |
| At 31 March 2017                  | -1,211,317        | -1,211,317 |

The accompanying notes are integral part of the financial statements

As per my report of even date



T.S. LAKSHMI VENKATARAMAN  
CHARTERED ACCOUNTANT

Membership No. 022214

Place: Chennai

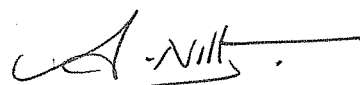
Date: 23.04.2018

For and on behalf of the Board



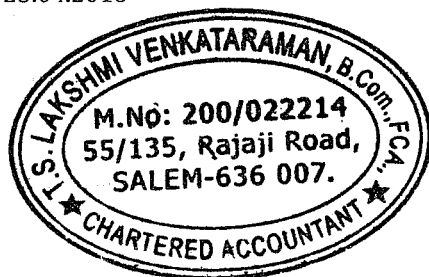
P. ARULSUNDARAM  
DIRECTOR

DIN : 00125403



A. NITHYA  
DIRECTOR

DIN: 00125357



## R.P.P ENERGY SYSTEMS PRIVATE LIMITED

SF No. 454, Raghupathyaicken Palayam, Poondurai Main Road, Erode - 638 002, Tamil Nadu

### Notes to Financial Statement

CIN : U72200TZ2010PTC016441

|   | 31-Mar-18        | 31-Mar-17        | 01-Apr-16        |
|---|------------------|------------------|------------------|
|   | Amount (In RS.)  | Amount (In RS.)  | Amount (In RS.)  |
| <b>Financial assets</b>                       |                  |                  |                  |
| <b>Note 1: Long term Loans &amp; Advances</b> |                  |                  |                  |
| Advance to Suppliers Bondon Software          | 7,500,000        | 7,500,000        | 7,500,000        |
|   | <u>7,500,000</u> | <u>7,500,000</u> | <u>7,500,000</u> |

|   | 31-Mar-18       | 31-Mar-17       | 01-Apr-16       |
|---|-----------------|-----------------|-----------------|
|   | Amount (In RS.) | Amount (In RS.) | Amount (In RS.) |
| <b>Note 2: Cash and cash equivalent</b> |                 |                 |                 |
| <b>Balances with banks:</b>             |                 |                 |                 |
| - On current accounts                   |                 |                 |                 |
| Cheques/ drafts on hand                 | -               | -               | -               |
| Cash on hand                            | 85,000          | 100,000         | 100,000         |
| Other Bank Balances                     | 1,365           | 6,108           | 6,264           |
|   | <u>86,365</u>   | <u>106,108</u>  | <u>106,264</u>  |

|  | 31-Mar-18       | 31-Mar-17       | 01-Apr-16       |
|--|-----------------|-----------------|-----------------|
|  | Amount (In RS.) | Amount (In RS.) | Amount (In RS.) |
| <b>Note 3: Equity Share Capital</b>      |                 |                 |                 |
| <b>Authorised</b>                        |                 |                 |                 |
| 50000 Equity Shares of Rs. 10 each       | 500,000         | 500,000         | 500,000         |
| <b>Issued</b>                            |                 |                 |                 |
| 50000 Equity Shares of Rs. 10 each       | 500,000         | 500,000         | 500,000         |
| <b>Subscribed &amp; Paid up</b>          |                 |                 |                 |
| 50000 Equity Shares of Rs. 10 each fully | 500,000         | 500,000         | 500,000         |
|  | <u>500,000</u>  | <u>500,000</u>  | <u>500,000</u>  |

|                             | 31-Mar-18         | 31-Mar-17         | 01-Apr-16       |
|-----------------------------|-------------------|-------------------|-----------------|
|                             | Amount (In RS.)   | Amount (In RS.)   | Amount (In RS.) |
| <b>Note 4: Other Equity</b> |                   |                   |                 |
| Securities premium account  |                   | -                 | -               |
| Revaluation reserve         |                   | -                 | -               |
| Retained Earnings           | -1,241,060        | -1,211,317        | -301,095        |
|                             | <u>-1,241,060</u> | <u>-1,211,317</u> | <u>-301,095</u> |

|  | 31-Mar-18        | 31-Mar-17        | 01-Apr-16        |
|--|------------------|------------------|------------------|
|  | Amount (In RS.)  | Amount (In RS.)  | Amount (In RS.)  |
| <b>Note 5: Other financial liabilities - Non Current</b> |                  |                  |                  |
| R.P.P Infra Projects Ltd, India                          | -                | 7,383,887        | 7,383,887        |
| P Arul Sundaram  | 8,269,953        |                  |                  |
|  | <u>8,269,953</u> | <u>7,383,887</u> | <u>7,383,887</u> |

Foot Note:

#### Financial liabilities

#### Net debt reconciliation

|  | 31-Mar-18             | 31-Mar-17             | 31-Mar-16             |
|--|-----------------------|-----------------------|-----------------------|
|  | Amount (In RS.)       | Amount (In RS.)       | Amount (In RS.)       |
| Cash and cash equivalents                      | 86,365.03             | 106,108.43            | 106,263.71            |
| Liquid investments                             |                       |                       |                       |
| Current borrowings including interest          |                       | (886,066.00)          |                       |
| Non-current borrowings                         | (8,269,953.00)        | (7,383,887.00)        | (7,383,887.00)        |
| <b>Net (debt)/ Cash &amp; Cash Equivalents</b> | <u>(8,183,587.97)</u> | <u>(8,163,844.57)</u> | <u>(7,277,623.29)</u> |

|   | Other Assets            |                    | Liabilities from financing |                    | Total      |
|---|-------------------------|--------------------|----------------------------|--------------------|------------|
|   | Cash and bank overdraft | Liquid Investments | Non-current borrowings     | Current borrowings |            |
| Net (debt)/ Cash & Cash Equivalents as at 1 April 2016  | 106,264                 |                    | -7,383,887                 |                    | -7,277,623 |
| Cash Flows  | -155                    |                    |                            |                    | -155       |
| Interest expense  |                         |                    |                            | -886,066           | -886,066   |
| Interest paid   |                         |                    |                            |                    | -          |
| (Net debt)/ Cash & Cash Equivalents as at 31 March 2017 | 106,109                 | -                  | -7,383,887                 | -886,066           | -8,163,844 |
| Cash Flows  | -19,743                 |                    | -886,066                   |                    | -905,809   |
| Interest expense  |                         |                    |                            |                    | -          |
| Interest paid   |                         |                    |                            | 886,066            | 886,066    |
| (Net debt)/ Cash & Cash Equivalents as at 31 March 2018 | 86,365                  | -                  | -8,269,953                 | -                  | -8,183,588 |

| Note 6: Other Current Financial Liabili | 31-Mar-18<br>Amount (In RS.) | 31-Mar-17<br>Amount (In RS.) | 01-Apr-16<br>Amount (In RS.) |
|---|------------------------------|------------------------------|------------------------------|
| Interest Payable to RPP Infra , India   | -                            | 886,066                      | -                            |
|   | -                            | 886,066                      | -                            |

| Note 7: Other Current Liabilities | 31-Mar-18<br>Amount (In RS.) | 31-Mar-17<br>Amount (In RS.) | 01-Apr-16<br>Amount (In RS.) |
|-----------------------------------|------------------------------|------------------------------|------------------------------|
| Expenses Payable                  | 57,472                       | 47,472                       | 23,472                       |
|                                   | 57,472                       | 47,472                       | 23,472                       |

| Note 10: Finance Cost                 | 31-Mar-18<br>Amount (In RS.) | 31-Mar-17<br>Amount (In RS.) | 01-Apr-16<br>Amount (In RS.) |
|---------------------------------------|------------------------------|------------------------------|------------------------------|
| Bank Charges and Bank Guarantee Comrr | 743                          | 155                          | 81                           |
| Interest Cost Others                  | -                            | 886,066                      | -                            |
|                                       | 743                          | 886,221                      | 81                           |

| Note 11: Other Expenses | 31-Mar-18<br>Amount (In RS.) | 31-Mar-17<br>Amount (In RS.) | 01-Apr-16<br>Amount (In RS.) |
|-------------------------|------------------------------|------------------------------|------------------------------|
| Professional Charges    | 19,000                       | 12,500                       | -                            |
| Audit Fee               | 10,000                       | 11,500                       | 11,736                       |
|                         | 29,000                       | 24,000                       | 11,736                       |



## Earnings Per Share

| Note      | Particulars  | As at<br>31 March 2018 | As at<br>31 March 2017 |
|-----------|--|------------------------|------------------------|
| <b>12</b> | <b>Earnings per Share</b>                            |                        |                        |
|           | Profit / (Loss) attributable to equity share holders | -29,743                | -910,221               |
|           | No. Of equity shares (Existing)                      | 50,000                 | 50,000                 |
|           | Basic/Dilted EPS                                     | -0.59                  | -18.20                 |
|           | Nominal Value of equity shares                       | 10.00                  | 10.00                  |

## Related Party Disclosures

| Note      | Particulars  | As at<br>31 March 2018   | As at<br>31 March 2017 |
|-----------|--|--------------------------|------------------------|
| <b>13</b> | <b>Related Party Transactions</b>                            |                          |                        |
|           | <b>Name of the Related Party and Nature of Relationship:</b> |                          |                        |
|           | RPP Infra Projects Ltd                                       | Holding Company          |                        |
|           | A. Nithya  | Key Management Personnel |                        |
|           | P. Arunsundram   | Key Management Personnel |                        |
|           | <b>Transaction and Balance with Related Parties</b>          |                          |                        |
|           | <b>Particulars</b>   | <b>Related Party</b>     | <b>Amount Rs</b>       |
|           | <b>Transactions</b>  |                          |                        |
|           | Repayment of loan  | RPP Infra Projects Ltd   | 7,383,887              |
|           | Loan received  | P Arul Sundaram          | 8,269,953              |
|           | Payment of Interest amount                                   | RPP Infra Projects Ltd   | 886,066                |
|           | <b>Balances</b>  |                          |                        |
|           | Loan repayable   | P Arul Sundaram          | 8,269,953              |
|           | RPP Infra Projects Ltd                                       | Holding Company          | -                      |
|           |  |                          | 8,269,953              |

## 14 Financial Instruments

### a. Financial assets and liabilities

The carrying value of financial instruments by categories as of March 31, 2018 is as follows:

As on 31.03.2018

(Rs.)

| Particulars                        | FVTPL | FVTOCI | Amortised Cost   | Total            |
|------------------------------------|-------|--------|------------------|------------------|
| <b>Financial Assets :</b>          |       |        |                  |                  |
| Long Term Loans & Advances         |       |        | 7,500,000        | 7,500,000        |
| Cash and Cash equivalents          |       |        | 86,365           | 86,365           |
| <b>Total Financial Assets</b>      | -     | -      | <b>7,586,365</b> | <b>7,586,365</b> |
| <b>Financial Liabilities :</b>     |       |        |                  |                  |
| Other Financial Liabilities        |       |        | 8,269,953        | 8,269,953        |
| <b>Total Financial Liabilities</b> | -     | -      | <b>8,269,953</b> | <b>8,269,953</b> |

As on 31.03.2017

(Rs. )

| Particulars                        | FVTPL | FVTOCI | Amortised Cost   | Total            |
|------------------------------------|-------|--------|------------------|------------------|
| <b>Financial Assets :</b>          |       |        |                  |                  |
| Long Term Loans & Advances         |       |        | 7,500,000        | 7,500,000        |
| Cash and Cash equivalents          |       |        | 106,108          | 106,108          |
| <b>Total Financial Assets</b>      | -     | -      | <b>7,606,108</b> | <b>7,606,108</b> |
| <b>Financial Liabilities :</b>     |       |        |                  |                  |
| Other Financial Liabilities        |       |        | 7,383,887        | 7,383,887        |
| <b>Total Financial Liabilities</b> | -     | -      | <b>7,383,887</b> | <b>7,383,887</b> |

#### b. Financial Risk Management

The Company's principal financial liabilities, comprise, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, trade and other receivables, and cash and short-term deposits that derive directly from its operations. The Company is exposed to market risk, credit risk and liquidity risk. The Company's management oversees the management of these risks. The Company's management is supported by finance team that advises on financial risks and the appropriate financial risk governance framework for the Company. The finance team provides assurance to the Company's management that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below.

##### Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises currency risk, interest rate risk and price risk.

##### Credit Risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments.

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk was 75.86 Lakhs and 76.06 Lakhs as of March 31, 2018 and March 31, 2017, respectively, being the total of the carrying amount of balances with banks, bank deposits, trade receivables & other financial assets.

##### Liquidity Risk

The Company monitors its risk of a shortage of funds. The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments and when they fall due.

| Contractual maturity of financial liabilities: |                     |                        | Rs. In lacs  |
|--|---------------------|------------------------|--------------|
| As at March 31, 2018                           | Due - within 1 year | Due – More than 1 year | Total        |
| Other Non-Current Financial Liabilities        |                     | 82.70                  | 82.70        |
| <b>Total</b>                                   | <b>0.00</b>         | <b>82.70</b>           | <b>82.70</b> |
| As at March 31, 2017                           | Due - within 1 year | Due – More than 1 year | Total        |
| Other Non-Current Financial Liabilities        |                     | 73.84                  | 73.84        |
| <b>Total</b>                                   | <b>0.00</b>         | <b>73.84</b>           | <b>73.84</b> |

### Reconciliation of Equity as at 31 March 2017

| Particulars                         | Note      | Indian GAAP      | Adjustments     | Ind AS           |
|-------------------------------------|-----------|------------------|-----------------|------------------|
| <b>Assets</b>                       | <b>15</b> |                  |                 |                  |
| <b>Non-current assets</b>           |           |                  |                 |                  |
| Financial assets                    |           |                  |                 |                  |
| Long Term Loans & Advances          |           | 7,500,000        | -               | 7,500,000        |
|                                     |           | <u>7,500,000</u> | -               | <u>7,500,000</u> |
| <b>Current assets</b>               |           |                  |                 |                  |
| Financial assets                    |           |                  |                 |                  |
| Cash and Cash equivalents           |           | 106,108          | -               | 106,108          |
|                                     |           | <u>106,108</u>   | -               | <u>106,108</u>   |
| <b>Total assets</b>                 |           | <u>7,606,108</u> | -               | <u>7,606,108</u> |
| <b>Equity and liabilities</b>       |           |                  |                 |                  |
| <b>Equity</b>                       |           |                  |                 |                  |
| Equity Share Capital                |           | 500,000          | -               | 500,000          |
| Other Equity                        |           | -1,211,317       | -               | -1,211,317       |
| <b>Total equity</b>                 |           | <u>-711,317</u>  | -               | <u>-711,317</u>  |
| <b>Non-current liabilities</b>      |           |                  |                 |                  |
| Financial Liabilities               |           |                  |                 |                  |
| Other Financial Liabilities         |           | 7,383,887        | -               | 7,383,887        |
|                                     |           | <u>7,383,887</u> | -               | <u>7,383,887</u> |
| <b>Current liabilities</b>          |           |                  |                 |                  |
| Financial Liabilities               |           |                  |                 |                  |
| Other current financial liabilities |           | -                | 886,066         | 886,066          |
| Other Current Liabilities           |           | 933,538          | -886,066        | 47,472           |
|                                     |           | <u>933,538</u>   | <u>-886,066</u> | <u>933,538</u>   |
| <b>Total liabilities</b>            |           | <u>8,317,425</u> | <u>-886,066</u> | <u>8,317,425</u> |
| <b>Total equity and liabilities</b> |           | <u>7,606,108</u> | <u>-886,066</u> | <u>7,606,108</u> |

### Reconciliation of profit or loss for the year ended 31 March 2017

| Particulars   | Note      | Indian GAAP     | Adjustments | Ind AS          |
|---|-----------|-----------------|-------------|-----------------|
| <b>INCOME</b>   | <b>16</b> |                 |             |                 |
| Revenue from operations   |           | -               | -           | -               |
| Other Income  |           | -               | -           | -               |
| <b>TOTAL Income (I)</b>   |           | <u>-</u>        | <u>-</u>    | <u>-</u>        |
| <b>EXPENSES</b>   |           |                 |             |                 |
| Finance Cost  |           | 886,221         | -           | 886,221         |
| Other expenses  |           | 24,000          | -           | 24,000          |
| <b>Total expense</b>  |           | <u>910,221</u>  | <u>-</u>    | <u>910,221</u>  |
| <b>Profit/(loss) before tax</b>   |           | <u>-910,221</u> | <u>-</u>    | <u>-910,221</u> |
| Current Tax   |           |                 |             |                 |
| Deferred tax  |           | -               | -           | -               |
| <b>Profit/(loss) for the year</b>   |           | <u>-910,221</u> | <u>-</u>    | <u>-910,221</u> |
| <b>Other Comprehensive Income</b>   |           |                 |             |                 |
| <b>Other comprehensive income not to be reclassified to profit or loss in subsequent periods:</b> |           |                 |             |                 |
| Re-measurement gains/ (losses) on defined benefit plans   |           | -               | -           | -               |
| Deferred Tax/Benefit  |           | -               | -           | -               |
| <b>Other comprehensive income for the year, net of tax</b>  |           | <u>-</u>        | <u>-</u>    | <u>-</u>        |
| <b>Total comprehensive income for the year, net of tax</b>  |           | <u>-</u>        | <u>-</u>    | <u>-</u>        |

## **Note. 17 - Summary of Significant Information**

### **A Corporate Information**

R.P.P Energy Systems Private Limited is a private limited company domiciled and incorporated in India having its registered office at S F No. 454, Raghupathynaiken Palayam, Railway Colony (Post), Poondurai Road, Erode – 638002. Tamilnadu. The Company is engaged in the business of Generation and transmission of electric energy and Distribution of electric energy.

### **B Application of new Indian Accounting Standards**

All the Indian Accounting Standards issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the financial statements are authorized have been considered in preparing these financial statements.

In March 2017, Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2017, notifying amendments to the Ind AS 7 "Statement of Cash flows" and Ind AS 102, "Share - Based Payment", which are in accordance with the recent amendments made by International Accounting Standards Board (IASB) to IAS -7, "Statement of Cash flows" and IFRS - 2, "Share - Based Payment" respectively. These amendments are applicable w.e.f. 1st April, 2017

#### **Amendment to Ind AS 7:**

The amendment to Ind AS 7 requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement.

As the Company has no liabilities arising from financing activities presently, hence this amendment has no effect on the financial statements of the Company.

#### **Amendment to Ind AS 102:**

The amendment to Ind AS 102 provides specific guidance to measurement of cash-settled awards, modification of cash-settled awards and awards that include a net settlement feature in respect of withholding taxes.

As the Company has not issued any stock options plans presently, hence this amendment has no effect on the financial statements of the Company.

### **C Significant Accounting Policies**

#### **1 Statement of Compliance with Ind AS**

The Financial Statements comprising Balance Sheet, Statement of Profit and Loss, Statement of Changes in Equity, Statement of Cash Flow together with notes for the year ended March 31, 2018, have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended). These are the Company's first Ind AS financial statements. The date of transition to Ind AS is April 1, 2016. The mandatory exceptions and optional exemptions availed by the Company on First-time adoption have been detailed in the respective Notes.

Previous period figures in the Financial Statements have been restated in compliance to Ind AS.

Upto the year ended March 31, 2017, the Company prepared its financial statements under the historical cost convention on accrual basis in accordance with the Generally Accepted Accounting Principles applicable in India, and the applicable Accounting Standards as prescribed under the provisions of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 ("Previous GAAP").

In accordance with Ind AS 101-"First Time adoption of Indian Accounting Standards" (Ind AS 101), the Company has presented a reconciliation of Shareholders' equity under Previous GAAP and Ind AS as at March 31, 2017, and April 1, 2016 and of the Profit after tax as per Previous GAAP and Total Comprehensive Income under Ind AS for the year ended March 31, 2017.

## **2 Basis of measurement**

The Financial Statements have been prepared on the historical cost convention on accrual basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

As the operating cycle cannot be identified in normal course due to the special nature of industry, the same has been assumed to have duration of 12 months. Accordingly, all assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in Ind AS-1 "Presentation of Financial Statements" and Schedule III to the Companies Act, 2013.

The Standalone Financial Statements are presented in Indian Rupees and all values are rounded off to the nearest two decimal million except otherwise stated.

## **3 Functional and Presentation Currency**

Items included in financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ("the functional currency"). Indian rupee is the functional currency of the Company.

The Financial Statements are presented in Indian Rupees which is company's presentation currency. All financial information presented in Indian Rupees has been rounded to the nearest Lakhs with two decimals except where otherwise indicated.

## **4 Use of Estimates**

The preparation of the financial statements in conformity with the GAAP requires that the Management makes estimates and assumptions, which affect the reported amounts of assets and liabilities, disclosure of contingent liabilities, as at the date of the financial statements, and the reported amounts of revenue and expenses during the year under report. Contingencies are recorded, when it is probable that a liability will be incurred and the amount can be reasonably estimated. Actual results could differ from those estimates.

## **5 Revenue Recognition**

The Company recognises income on accrual basis.

## **6 Taxes**

Provision for income tax is made on the basis of taxable income for the current accounting year, in accordance with the provisions of the Income Tax Act, 1961.

Deferred Tax resulting from timing differences of material amounts between Book Profits and Tax Profits is accounted for at the applicable rate of Tax to the extent the timing differences are expected to crystallise, in case of Deferred Tax Liabilities with reasonable certainty and in case of Deferred Tax Assets with virtual certainty that there would be adequate future taxable income against which Deferred Tax Assets can be realised.

## **7 Earnings per share**

In determining earnings per share, the Company considers the net profit after tax and includes the post tax effect of extra-ordinary / exceptional item, if any. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the period.

Provisions, Contingent Liabilities and Contingent Assets: Provisions are made for present obligations arising out of past events, which are likely to result in an outflow of resources embodying economic benefits at an amount, which can be reliably estimated. Items not classified as provisions as envisaged above are treated as contingent liabilities, which are disclosed by way of a note and are not provided for in the books of accounts.

## **8 Investments**

Investments that are readily realizable and intended to be held for not more than a year, are classified as Current Investments. All other investments are classified as Long term investments. Current investments are stated at lower of cost or market value on individual investment basis. Long term investments are stated at cost, unless there is other than temporary decline in value thereof, in which case, adequate provision is made against such diminution in the value of investments.

## **9 First - time adoption of Ind AS - Mandatory Exceptions and Optional Exemptions**

### **Overall principle:**

The Company has prepared the Balance Sheet as per Ind AS as of April 1, 2016 ,the transition date (Opening Ind AS Balance Sheet) by recognising all assets and liabilities whose recognition is required by Ind AS, not recognising items of assets or liabilities which are not permitted by Ind AS, by reclassifying certain items from Previous GAAP to Ind AS as required under the Ind AS, and applying Ind AS in the measurement of recognised assets and liabilities. However, this principle is subject to certain mandatory exceptions and certain optional exemptions availed by the Company.

## **10 Current and non-current classification**

An asset is classified as current if:

- (a) it is expected to be realised or sold or consumed in the Company's normal operating cycle;
  - (b) it is held primarily for the purpose of trading;
  - (c) it is expected to be realised within twelve months after the reporting period; or
  - (d) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a
- All other assets are classified as non-current.

A liability is classified as current if:

- (a) it is expected to be settled in normal operating cycle;
- (b) it is held primarily for the purpose of trading;
- (c) it is expected to be settled within twelve months after the reporting period;
- (d) it has no unconditional right to defer the settlement of the liability for at least twelve months

All other liabilities are classified as non-current.

#### **11 Changes in Accounting Standards that may affect the Company / Group after 31st March 2018 Ind AS 115 – Revenue from Customers**

This standard combines, enhances and replaces specific guidance on recognising revenue with a single standard. It defines a new five-step model to recognise revenue from customer contracts. This amendment has no effect on the financial statements of the Company.

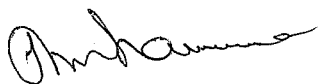
#### **Improvements and other amendments to Accounting Standards applicable after 31st March 2018**

A number of standards have been modified on miscellaneous points issues with effect from 1st April 2018. Such changes include principle for transfer of asset to, or from, Investment Property (Amendment to Ind AS 40), determination of exchange rate for translation of foreign currency where a pre-payment asset or a deferred income liability is recognized (Amendment to Ind AS 21), segregation of deductible temporary differences in accordance with tax laws and assessing them on that basis to recognise deferred tax asset (Amendment to Ind AS 12), permitting election of fair value or equity method of accounting for investments in associates and joint ventures by venture capital ,mutual fund and oterh other similar organisations (Amendment to Ind AS 28) and Applicability of disclosure disclosure requirements to interests classified as held for sale or as discontinued operation (Amendment to Ind AS 112).

None of these amendments are expected to have any material effect on the company's financial statements.

As per my report of even date

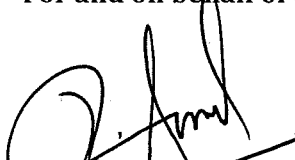
For and on behalf of the Board



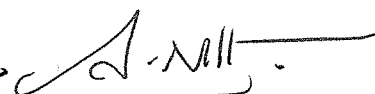
**T.S.LAKSHMIVENKATARAMAN**  
CHARTERED ACCOUNTANT  
Membership No. 022214

Place: Chennai

Date: 23.04.2018



**P.ARULSUNDARAM**  
DIRECTOR  
DIN :00125403



**A.NITHYA**  
DIRECTOR  
DIN: 00125357

