[illegible] C. CHOKSI & CO.
[illegible] Accountants

[illegible] C. Choksi
[illegible] DTP, DLP, FCA

25/26, 1st Floor, National Chambers,
Nr. City Gold Cinema,
Ashram Road,
Ahmedabad-380009

# Independent Auditor's Report

TO THE MEMBERS OF

**Dharmadev Infrastructure Limited**

**Report on the financial statements**

1 We have audited the accompanying financial statements of Dharmadev Infrastructure Limited, which comprise the Balance Sheet as at 31st March, 2014,the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

2 Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

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

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

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

**Opinion**

6 In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

a) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2014; and

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

c) In the case of the Cash Flow Statement, of the cash flow for the year ended on that date;

# Independent Auditor's Report

TO THE MEMBERS OF

**Dharmadev Infrastructure Limited**

**Report on Other Legal and Regulatory Requirements**

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

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

a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the 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 appears from our examination of those books;

c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;

d) In our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;

e) On the basis of the written representations received from the Directors, as on 31st March, 2014 and taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March, 2014, from being appointed as a Director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;

f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

**For Saurabh C. Choksi & Co.**
Chartered Accountants
Firm Reg No. 109351W

Place: Ahmedabad
Date: September 2, 2014

**CA. Saurabh C. Choksi**
Proprietor
M. No. 035744

## ANNEXURE TO AUDITOR'S REPORT

*(Referred to in paragraph 3 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. All the assets have been physically verified by the management during the year and there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

c. In our opinion, the Company has not disposed off any of the fixed assets during the year and the going concern status of the Company is not affected.

2 In respect of its inventories:

a. The Inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.

b. The procedure pf physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.

c. The Comapany is maintaining proper records of inventory. The discrepancies noticed on verification beetween physical stock and the books records were not material.

3 a. The Company has granted temporary unsecured loan to parties covered in the register maintained under section 301 of the Companies Act, 1956.

b. In our opinion and according to the information and explanations given to us, terms and conditions of the said interest-free temporary unsecured loan granted by the Company are not prima facie, prejudicial to the interest of the Company.

c. In our opinion and according to the information and explanations given to us, there is no stipulation as to repayment of principal amount. As the loan is interest-free, there is no recovery of interest.

d. In our opinion and according to the information and explanations given to us, there is no overdue amount of unsecured loans granted to the parties listed in the register maintained under section 301 of the Companies Act, 1956.

e. According to information and explnation given to us, the Company has taken unsecured loans from parties covered in the register maintained under section 301 of the Companies Act, 1956.

f. In our opinion and according to the information and explanations given to us, the rate of interest wherever applicable and other terms and conditions of the unsecured loans taken by the Company are not, prima facie, prejudicial to the interest of the Company.

g. In our opinion and according to the information and explanations given to us, the principal amounts, are payable on demand and there is no repayment schedule.

## ANNEXURE TO AUDITOR'S REPORT

*(Referred to in paragraph 3 of our report of even date)*

4 In our opinion and according to the information and explanations given to us, there are adequate internal control system commensurate with size of the Company and the nature of its business for the purchase of inventory and fixed assets and for the sale of goods and services. During the course of our audit, we have not observed any major weaknesses in internal controls.

5 a. (a) On the basis of the audit procedures performed by us and according to the information, explanations and representations given to us, the company has not made any contracts or arrangements that need to be entered into the registered maintained under section 301 of the Companies Act, 1956

b. (b) As no contracts or arrangements have been made, the provisions of clause (v) (b) of the Order are not applicable to the company

6 The Company has not accepted deposits from the public within the meaning of section 58A of the Companies Act, 1956 and the rules framed hereunder.

7 The paid-up capital and reserves of the Company have exceeded Rs. 50 lakhs as at the commencement of the financial year, but the Company has not introduced an internal audit system. However, the Company has explained that its internal control procedures are sufficient considering the size of the Company and nature of its business.

8 In our opinion and according to the information and explanations given to us, the Central Government has not prescribed for maintenance of cost records under section 209(1)(d) of the Act in respect of the products manufactured by the Company.

9 In respect of statutory dues:

a The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education and protection fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, custom duty, excise duty, cess and other material statutory dues applicable to it.

b. According to the information and explanations given to us, no undisputed amounts payable in respect of income-tax, sales-tax, wealth tax, service tax, customs duty, excise duty and cess were in arrears, as at the last day of the financial year for a period of more than six months from the date they became payable.

c. According to the information and explanation given to us, there are no dues of income-tax, sales-tax, wealth tax, service tax, custom duty, excise duty and cess which have not been deposited on account of any dispute.

10 The Company does not have any accumulated losses . The Company has not incurred cash loss during the financial year covered under audit and immediately preceding financial year.

11 In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.

12 In our opinion and according to the information and explanations given to us, no loans and advances have been granted by the Company on the basis of security by way of pledge of shares, debentures and other securities.

## ANNEXURE TO AUDITOR'S REPORT

*(Referred to in paragraph 3 of our report of even date)*

13 In our opinion, the Company is not a chit fund or a nidhi/mutual benefit fund/society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.

14 In our opinion and according to the information and explanations given to us, the Company is not dealing in or trading in shares, securities, debentures and other investments. The Company has not made any investment in shares.

15 The Company has not given any guarantee for loans taken by others from banks or financial institutions.

16 In our opinion, the term loan has been applied for the purpose for which it was raised.

17 According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we are of the opinion that funds raised on short-term basis have not been used for long-term investment.

18 The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956.

19 The Company has not issued any debentures and hence question of creating securities or charge in respect thereof does not arise.

20 The Comapany has not raising any money by way of public isssue.

21 To the best of our knowledge and belief, and according to the information and explanations given to us, no fraud on or by the Company was noticed or reported during the year.

**For Saurabh C. Choksi & Co.**
Chartered Accountants
Firm Reg No. 109351W

Place: Ahmedabad
Date: September 2, 2014

**CA. Saurabh C. Choksi**
Proprietor
M. No. 035744