

TRIDEV INFRAESTATES LIMITED

(formerly Ashutosh Paper Mills Ltd)

ANNUAL REPORT FOR THE FINANCIAL YEAR 2015-2016

Regd Off: D-19, ARYA NAGAR APARTMENT

91, I.P EXTENSION NEW DELHI-110092

CIN: L21012DL1988PLC033812

Website: ashutoshpapermills@gmail.com

Email id: www.ashutoshpapermills.com

BOARD OF DIRECTORS

- **SUNIL KUMAR AGARWAL**
- **SANTOSH KUMAR YADAV**
- **PAYAL AGARWAL**
- **VINOD KUMAR JAIN**
- **AMIT AGGARWAL**

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TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)
(CIN. L21012DL1988PLC033812)

NOTICE

Notice is hereby given that the Annual General Meeting of the Members of M/s. TRIDEV INFRAESTATES LIMITED (CIN. L21012DL1988PLC033812) will be held on Friday, 30th September, 2016 at 12:00 P.M at "Hotel Aura Grand Residency", Jagriti Enclave , Vikas Marg, Delhi-110092 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Accounts for the year ended 31st March, 2016 and the Auditors and Directors Report thereon.
2. To appoint a Director in place of Shri. Amit Aggarwal (DIN 02504414), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint **M/S. MOON AND COMPANY, CHARTERED ACCOUNTANTS(FRN024693N)** in place of **M/s DEEPAK I P AGARWAL & CO., CHARTERED ACCOUNTANTS(FRN 021682N)** as Statutory Auditors of the Company, to hold the office from the conclusion of this Annual General Meeting till the Conclusion of sixth Annual General Meeting of the Company and to fix their remuneration.

SPECIAL BUSINESS

4. **Re-appointment of Mr. Sunil Kumar Agarwal as a Managing Director of the Company**

To consider and if thought fit, to pass with or without modification(s) the following resolution as **a Special Resolution:**

"RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the Company be and is hereby accorded to the Re- appointment of Mr. Sunil Kumar Agarwal , (DIN 00033287), as Managing Director of the Company, with effect from September 30th, 2016, upon such terms and conditions as set out in the statement annexed to this Notice with the liberty to the Board to alter and vary the said terms and conditions as it may deem fit and as may be acceptable to Mr. Sunil Kumar Agarwal.

RESOLVED FURTHER THAT the Managing Director shall be entitled to reimbursement of all expenses incurred in the course of business of the Company on actual basis.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

Registered Office
D-19, Arya Nagar Apartment,
91 -I.P. Extension,
New Delhi - 110092

By Order of the Board
For **TRIDEV INFRAESTATES LIMITED**
(formerly Ashutosh Paper Mills)

Place: Delhi
Dated: 01.09.2016

Vinod Kr Jain
(Chairman)
DIN: 01943778

:-

1. *A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the company. Proxies in order to be effective must be deposited with the company not less than 48 hours before that meeting.*
2. *Register of members and share transfer books will be closed from 26.09.2016 to 30.09.2016 (both the days inclusive).*
3. *Members are requested to please notify immediately any change in their addresses to the company.*
4. *The Notice of the AGM along with the Annual Report 2015-16 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.*
5. *To support the 'Green Initiative' Members who have not registered their e-mail addresses are requested to register the same with Skyline Financial Services Pvt. Ltd / Company.*
6. *Members/proxies should bring the attendance slip duly filled in for attending the meeting.*
7. *Mr. Atul(M. No. 084378), Practicing Chartered Accountants, has been appointed as Scrutinizer for the purpose of E-voting.*
8. *Shareholders seeking any information with regard to accounts are requested to write well in advance so as to reach the company at least 7 days prior to the annual general meeting to enable the management to keep the information ready at the AGM.*
9. *The Member Are Requested To: -*
 - a. *Intimate changes if any in their address to the company or to the Registrar and Share transfer agent of the company, M/s Skyline Financial Services (P) Ltd. At D-153A, Okhla Industrial Area, Phase-I, Delhi-110020.ph-011-30857575.*
 - b. *Quote folio number in all their correspondence with the company.*
 - c. *Bring their copies of annual report including attendance slip at the venue for the AGM.*

10. ***Member holding shares in physical form are requested to lodge share transfer, transmission and intimate changes, if any, in their registered address, bank account and mandate details, residential status etc. Quoting their folio number(s) to company's share transfer agent.***
11. ***Members who have not registered their email addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically.***
12. ***Corporate members intending to send their authorized representatives are requested to send a duly certified copy of the Board resolution authorizing the representatives to attend and vote at the general meeting.***

Voting through electronic means:

In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-

enactment thereof for the time being in force), listed companies are required to provide members with the facility to exercise their right to vote at the Annual General Meeting (AGM) through

electronic means. The Company has availed the services of Central Depository Services Limited (CDSL) for providing the necessary e-voting platform to the members of the Company:

The Board of Directors has appointed **Mr. Atul (M. No. 084378)**, Chartered Accountant in whole time Practice as the Scrutinizer for conducting the e-voting process in accordance with law and in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, and submit it forthwith to the Managing Director and/or Chartered Accountant of the Company.

The instructions for members for e-voting are as under:

1. The e-voting period commences on Tuesday, 27th September 2016 (9:00 a.m.) and ends on Thursday, 29th September 2016 (5:00 p.m.). The e-voting module shall be disabled for voting thereafter.
2. The Company has engaged Central Depository Services (India) Limited ("CDSL") to offer e-voting facility to all its Members to enable them to cast their vote electronically. This notice is being sent to all the Members, whose names appear in the Register of Members / Records of Depositories as on the close of working hours on 26th August 2016 i.e. the cut-off (Record date). Voting rights will be reckoned on the paid-up value of the shares registered in the name of the members as on the cut-off date. E-voting is optional for Members. The Notice of the Annual General Meeting is sent electronically to all the shareholders who have registered their email addresses with the Company / Depositories and to the other shareholders by Speed Post / Registered Post / Courier.
3. Members desiring to exercise their vote by using e-voting facility should carefully follow the instructions given below.
 - a) The shareholders should log on to the e-voting website: www.evotingindia.com
 - b) Click on Shareholders Tab.

- c) Now enter your User ID
- i. For CDSL: 16 digits beneficiary ID;
 - ii. For NSDL: 8 Character DP ID followed by 8 Digits Client ID;
 - iii. Members holding shares in Physical Form should enter Folio Number registered with the Company.

Next enter the Image Verification as displayed and Click on Login

If you are holding shares in demat form and had logged on to www.evotingindia.com and have cast your vote earlier for EVSN of any company, then your existing password is to be used.

If you are a first time user, follow the steps given below and fill the appropriate boxes:

For Members holding shares in Demat Form	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department(In Capital) (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.

	<ul style="list-style-type: none"> • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB#	Enter the Date of Birth (DOB) as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details#	<p>Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio.</p> <ul style="list-style-type: none"> • Please enter the DOB or Dividend Bank Details in order to login. In case both the details are not recorded with the depository or Company please enter the member id/folio number in the Dividend Bank details field.

- (i) After entering these details appropriately, click on "SUBMIT" tab.
- (ii) Members holding shares in physical form will then directly reach the EVSN selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (iii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

- (iv) Click on the EVSN for **ASHUTOSH PAPER MILLS LIMITED** on which you choose to vote.
- (v) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (vi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (vii) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (viii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (ix) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (x) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xi) Note for Non- Individual Shareholders and Custodians
- Non – Individual shareholders (i.e. other than Individuals, HUF, and NRI etc.) and custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The compliance user would be able to link the account(s) which they wish to vote on and then cast their vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) Pursuant to Section 107 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, there will not be voting by show of hands on any of the agenda items at the Meeting and poll will be conducted in lieu thereof.

General Instructions:

- (a) The voting period begins on Tuesday, 27th September 2016 (9:00 a.m.) and ends on Thursday, 29th September 2016 (5:00 p.m.). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 24th September 2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (b) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
- (c) The Notice of the Annual General Meeting are being sent to all the Members, whose names appear in the Register of Members as on cut-off date (record date) i. e. 26th August, 2016 through the mode prescribed under the Companies Act, 2013 and also by E-Mail, wherever registered. The Members may also download a copy of the Notice from the Website of the Company (www.ashutoshpapermills.com)
- (d) The Members of the Company, holding Equity Shares either in physical form or in dematerialized (demat) form as on 26th August, 2016 and not casting their vote electronically, may only cast their vote at the Annual General Meeting. The voting rights of shareholders shall be in proportion to their shareholding of paid up share capital of the Company as on 26th August, 2016.
- (e) **Mr. Atul (M. No. 084378)**, Chartered Accountant in Practice has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment

of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, and submit it forthwith to the Managing Director and/or Chartered Accountant of the Company.

Registered Office
D-19, Arya Nagar Apartment,
91 -I.P. Extension,
New Delhi - 110092

Place: Delhi
Dated: 01.09.2016

By Order of the Board
For **TRIDEV INFRAESTATES LIMITED**
(formerly Ashutosh Paper Mills)

Vinod Kr. Jain
(Chairman)
DIN: 01943778

ANNEXURE TO THE NOTICE

Explanatory statement pursuant to the provision of Section 102 of the Companies Act, 2013 in respect to the special business:

Item No. 3

Appointment of Mr. Sunil Kumar Agarwal as a Managing Director

The Board of Directors of the Company in its meeting held on 01st September, 2016 has appointed Mr. Sunil Kumar Agarwal as Managing Director on honorary basis for a period of 5 (Five) years commencing from 30th September, 2016.

No Salary, Perquisites or Allowances, Remuneration based on net profit or reimbursement of expenses shall be paid to him.

Terms and Conditions:

(i) The Managing Director will perform his duties as such with regard to all work of the Company and he will manage & attend to such business and carry out the orders and direction given by the Board from time to time in all respects and conform to and comply with all such directions and regulations as may be given.

(ii) He shall act in accordance with the Article of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors.

(iii) He shall also adhere to the Company's Code of Business Conduct & ethics for Directors and Management Personnel.

(iv) He shall satisfy all the conditions set out under Section 196 and Schedule V of the Act.

(v) He shall hold office for five years. However, the Board as well as the proposed Managing Director would be free to terminate the office before the said period upon giving reasonable explanations to the effect. The Board shall be obligated to conduct a thorough enquiry and give the proposed Managing Director a reasonable opportunity of being heard prior to termination of his office.

(vi) He shall not be liable to retire by rotation.

The above briefs may be treated as a written memorandum setting out the terms of appointment of Mr. Sunil Kumar Agarwal as Managing Director of the Company.

The Board recommends the said resolution for Member's approval by way of an ordinary Resolution. None of the Directors of the Company, except Mr. Sunil Kumar Agarwal, are in any way, concerned or interested in the resolution

Registered Office
D-19, Arya Nagar Apartment,
91 -I.P. Extension,
New Delhi - 110092

Place: Delhi
Dated: 01.09.2016

By Order of the Board
For **TRIDEV INFRAESTATES LIMITED**
(formerly Ashutosh Paper Mills)

Vinod Kr. Jain
(Chairman)
DIN: 01943778

Pursuant to clause 49 of Listing Agreement, the brief profile of Directors eligible for appointment as follows:

Name of Director	DIN	Date of Birth	Date of Appointment	Qualification & Experience	No of shares held in company	List of outside directorship held on 31 st March 2016
Sunil Kumar Agarwal	00033287	01/07/1962	28/08/2009	Graduate and vast knowledge of finance and Management skill	NIL	Directorship: 1

Registered Office
D-19, Arya Nagar Apartment,
91 -I.P. Extension,
New Delhi - 110092

Place: Delhi
Dated: 01.09.2016

By Order of the Board
For **TRIDEV INFRAESTATES LIMITED**
(formerly Ashutosh Paper Mills)

Vinod Kr. Jain
(Chairman)
DIN: 01943778

TRIDEV INFRAESTATES LIMITED

REG. OFFICE- D-19, Arya Nagar Apartment, 91, I.P Extension, Delhi-110092
CIN- L21012DL1988PLC033812, Email: ashutoshpapermills@gmail.com

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Annual General Meeting on Friday, the 30th September, 2016

Name of the members(s):

Registered address:

E-mail Id:

Folio No/DP ID-Client ID No.:

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

1. Name: e-mail Id:

Address:.....Signature:.....or falling him/her.....

2. Name: e-mail Id:

Address:.....Signature:.....or falling him/her.....

3. Name: e-mail Id:

Address:.....Signature:.....or falling him/her.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 28th Annual General Meeting of the Company, to be held on Friday, the 30th September, 2016 at 12:00 P.M. at "Hotel Aura Grand Residency" at Jagriti Enclave, Vikas Marg, Delhi-110092 and at any adjournment thereof in respect of such resolutions as are indicated below:

*I wish my above Proxy to vote in the manner as indicated in the box below:

S. No.	Resolution Type	Particulars	I/We assent to the Resolution /s	I/We dissent to the Resolution/s
1.	Ordinary Resolution	To receive, consider and adopt the Audited Accounts for the year ended 31st March, 2016 and the Auditors and Directors Report thereon.		
2.	Ordinary Resolution	To appoint a Director in place of Shri. Amit Aggarwal (DIN 02504414), who retires by rotation and being eligible offers himself for re-appointment.		
3	Ordinary Resolution	To appoint M/S. Moon and Company, Chartered Accountants(FRN 024693N) as statutory auditor of the Company.		
4	Special Resolution	Re-appointment of Mr. Sunil Kumar Agarwal as Managing Director		

Signed this day of2016

Affix
revenue
stamp

.....

Signature of shareholder(s)

Signature of Proxy holder(s)

Notes:

1. This form of the proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. ** It is optional to indicate your preference. If you leave the for, against column blank against any or all resolutions, your proxy will be titled to vote in the manner as he/she may deem appropriate.
3. For the resolutions, Explanatory Statement and Notes, please refer to the Notice of the 28th Annual General Meeting.

TRIDEV INFRAESTATES LIMITED

REG. OFFICE- D-19, Arya Nagar Apartment, 91, I.P Extension, Delhi-110092
CIN- L21012DL1988PLC033812, Email: ashutoshpapermills@gmail.com

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ELECTRONIC VOTING PARTICULARS

EVSN (Electronic Voting Sequence Number)	PAN	USER ID	NO. OF SHARES

.....TEAR HERE.....

TRIDEV INFRAESTATES LIMITED

REG. OFFICE- D-19, Arya Nagar Apartment, 91, I.P Extension, Delhi-110092
CIN- L21012DL1988PLC033812, Email: ashutoshpapermills@gmail.com

ATTENDANCE SLIP

(TO BE SIGNED AND HANDED OVER AT THE ENTRANCE OF THE MEETING HALL)

I hereby record my presence at the **ANNUAL GENERAL MEETING** of the Company being held on held on 30.09.2016 at "Hotel Aura Grand Residency" Jagriti Enclave , Vikas Marg, Delhi-110092 .

NAME(S) OF THE MEMBER(S)	Registered Folio No :
	Client ID No:

Name of Proxy (in block letters)

(To be filled in, if the Proxy attends instead of the Member)

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.....

Member's/Proxy's Signature

TRIDEV INFRAESTATES LIMITED

REG. OFFICE- D-19, Arya Nagar Apartment, 91, I.P Extension, Delhi-110092
CIN- L21012DL1988PLC033812, Email: ashutoshpapermills@gmail.com

BALLOT FORM

1. Name(s) of Shareholder(s) / Beneficial Owner
Including joint-holders, if any :
2. Registered Address of the Sole /
First named Shareholder :
3. Registered Folio No. / Client ID No. :
4. No. of Shares held :
5. I / we hereby exercise my / our vote in respect of the Resolution / s to be passed through postal ballot for the business stated in the Notice of the Company by sending my / our assent / dissent to the said Resolution by placing Tick() mark at the appropriate box below:

S. No.	Resolution Type	Particulars	I/We assent to the Resolution/s	I/We dissent to the Resolution/s
1.	Ordinary Resolution	To receive, consider and adopt the Audited Accounts for the year ended 31st March, 2016 and the Auditors and Directors Report thereon.		
2.	Ordinary Resolution	To appoint a Director in place of Shri. Amit Aggarwal (DIN 02504414), who retires by rotation and being eligible offers himself for re-appointment.		
3.	Ordinary Resolution	To appoint M/S. Moon and Company, Chartered Accountants(FRN 024693N) as statutory auditor of the Company.		
4.	Special Resolution	To re-appoint Mr. Sunil Kumar Agarwal as Managing Director.		

Place:

Date:

Signature of the Shareholder / Beneficial Owner

Serial No.

DIRECTORS' REPORT TO THE MEMBERS

To,
The Members
M/s Tridev Infraestates Limited
(formerly Ashutosh Paper Mills Ltd)

Your Directors have pleasure in presenting the Annual Report together with the Audited Statement of accounts of the Company for the financial year ended March 31, 2016.

ECONOMIC SCENARIO

After recording a spectacular growth of over 12%, more than the country's GDP in the past half decade, the Infraestates sector all of a sudden lost stream in last fiscal largely due to global financial.

Current Global Scenario

Currently, the global economy is in severe slowdown mode amidst deepening credit crunch and upsetting developmental targets of economies across the world. In the prevailing scenario, infrastructure remains a top priority for addressing developmental gaps as it is considered omnipotent with potentials of lifting economies out of the financial turmoil. The governments around the world are pumping money to generate demands for goods and services by creating jobs through higher spending into physical and social infrastructure. Likewise, the Indian government on its part is not lagging behind on this score and has taken concrete steps to revive the sector to regain its past glory.

FINANCIAL RESULTS HIGHLIGHTS

(Amount in Rs.)

	STANDALONE		CONSOLIDATED	
	31.03.2016	31.03.2015	31.03.2016	31.03.2015
Total Revenue	50,72,806	3,27,82,177	50,83,046	3,27,91,977
Profit Before Depreciation	48,128	35,470	13,022	(9,383)
Less: Depreciation	-	-	-	-
-Profit/(Loss) after depreciation	48,128	35,470	13,022	(9,383)
Less: Tax Expenses	5,541	-	5541	-
Profit /(Loss) after Tax	42,587	35,470	7481	(9,383)
Reserve and surplus	(1,91,31,027)	(1,91,73,614)	(1,92,10,986)	(1,92,18,467)

DIVIDEND

The Board is of the view that the Company should utilize its funds towards the operations to accelerate the growth rate. Accordingly the Board does not recommend any dividend payment for the year 2015-16.

BUSINESS REVIEW

The year has ended with a Net Profit of 42,587/- as against Net Profit of 35,470/- of last year. The Company is exploring avenues for business opportunities and wish to enter in new area of activity. The Company is trying its best to keep its expenses in check in spite of inflationary trends and to revive the business of the Company. Barring unforeseen circumstances- we expect better performance in the current year.

FUTURE OUTLOOK

The outlook of the economic growth across the globe with positive vibrations will fuel a growth and demand recovery. At the present moment there is a lull in the market and the management is looking forward for changing situation in the global market. While optimism rears for new vigour and thrust like emphasis on colour ways and new designs, it is expected these changes will bring in positive response from the overseas buyers and will trigger growth and profitability in due course of time.

SHARE CAPITAL

The paid up Equity Share Capital as on March 31, 2016 was Rs. 6.52 crores. During the year under review the company has not issued any shares or any convertible instruments.

RESERVES

The Company has transferred an amount of Rs. 42587/- to Reserve for the financial year ended on 31st March, 2016.

CONSOLIDATED ACCOUNTS

The consolidated financial statements of the Company are prepared in accordance with provisions of the Companies Act 2013, and relevant Accounting Standards issued by the Institute of Chartered Accountants of India and form part of this annual report.

MAJOR IMPLICATIONS UNDER COMPANIES ACT, 2013

As required by the Companies Act, 2013, your Company has constituted following committees and their policies, namely:

- ✓ Nomination and Remuneration Committee & Policy

- ✓ Reconstitute Stakeholder Relationship Committee
- ✓ Insider Trading Policy.
- ✓ Risk Management/Performance Evaluation Committee

And other committees are required to constitute under Listing agreement and Companies Act, 2013 and other act applicable to the company.

All other changes as required by the Act have been in place and we re-affirm our commitment to the highest level of Corporate Governance.

DEPOSITS

During the year under review the Company has not accepted any deposit falling within the meaning of section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENT

The Company has not given any loan or guarantees covered under the provisions of section 186 of the Companies Act, 2013.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information required to be furnished under section 134 (3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 relating to Conservation of Energy, Technology absorption and Foreign Exchange earnings and outgo is **annexed in “ Annexure A” herewith** and forming part of this report.

INDUSTRIAL RELATIONS

During the year under review, your Company enjoyed cordial relationship with workers and employees at all level.

CONTRACT OR ARRANGEMENT WITH RELATED PARTIES

All contracts/ arrangement/ transactions entered by the company during the financial year with related parties were in the ordinary course of business and on arm length basis. During the year, the company has not entered into any contracts / arrangements/ transactions with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. The prescribed form AOC-2 is enclosed as Annexure-B and forms part of the report.

DIRECTORS

At the Annual General Meeting of the company going to be held on 30.09.2016 , In accordance with the provisions of Companies Act, 2013, Mr. Amit Aggarwal (DIN 02504414) are liable to retire by rotation at the ensuing Annual General Meeting and being eligible offer himself for reappointment.

The details of training and familiarization programme and Annual Board Evaluation process for Directors have been part of this report. The policy on Director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of Director, and also

remuneration for Key Managerial Personnel and other employees also forms part of this Annual Report.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134 (3c) of the Companies Act, 2013, your Directors report as under:

- a) That in the preparation of the annual financial statements for the year ended March 31, 2016, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any.
- b) That such accounting policies as mentioned in Notes to the Financial Statements have been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2016 and of the profit of the Company for the year ended on that date;
- c) That the directors have 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) That the Directors have been prepared the annual financial statement on a going concern basis.
- e) That the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively.
- f) That 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.

BOARD EVALUATION

Pursuant to the provisions of companies Act, 2013, the Board has carried out annual performance evaluation of its own performance, the directors individually as well the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholder committee.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

In a separate meeting of independent Directors, performance of non-independent directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into

account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

REMUNERATION POLICY

The Board has, on the recommendation of the Nomination & Remuneration committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration.

MEETING OF BOARD OF DIRECTORS

A calendar of Meetings is prepared and circulated in advance to the Directors. During the year 10 (Ten) Board Meetings and 4 (Four) Audit Committee Meetings were convened and held. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

COMPOSITION OF AUDIT COMMITTEE

The company is having an audit committee comprising of the following directors:

Name	Designation
Vinod Kumar Jain	Chairman
Sunil Kumar Agarwal	Member
Santosh Kumar yadav	Member

NOMINATION AND REMUNERATION COMMITTEE

The company is having a Nomination and Remuneration Committee comprising of the following directors:

Name	Designation
Vinod Kumar Jain	Chairman
Sunil Kumar Agarwal	Member
Santosh Kumar yadav	Member

SUBSIDIARY COMPANIES, JOINT VENTURES & ASSOCIATE COMPANIES

As on 31st March 2016, the Company has Wholly Owned Subsidiary namely:-

- Aglow Steels Limited.
- JBD Tradecom Limited
- Credence Nirman Limited

Consolidated Accounts of its subsidiaries for the year under review has also been drawn in accordance with applicable accounting Standards.

CONSOLIDATED FINANCIAL STATEMENT

As required under the Listing Agreements with the Stock Exchanges Consolidated Financial Statements of the Company are attached. The consolidated Financial statements have been prepared in accordance with Accounting standard 21, Accounting standard 23 and Accounting standard 27 issued by The Institute of Chartered Accountants of India and showing the financial resources, assets, liabilities, income, profits and other details of the Company and its subsidiaries as a single entity, after elimination of minority interest

CODE OF CONDUCT

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the Company.

PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

All Board Directors and the designated employees have confirmed compliance with the code.

INTERNAL FINANCIAL CONTROL SYSTEM AND THEIR ADEQUACY

M/S. GOYAL & KEDIA, CHARTERED ACCOUNTANTS performs the duties of internal auditors of the company and their report is reviewed by the audit committee from time to time. The Company has adequate system of internal control to safeguard and protect from loss, unauthorized use or disposition of its assets.

All the transactions are properly authorized, recorded and reported to the Management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The internal auditor of the company checks and verifies the internal control and monitors them in accordance with policy adopted by the company. In each period whether productive or non-productive, the Company continues to ensure proper and adequate systems and procedures commensurate with its size and nature of its business.

All internal Audit findings and control systems are periodically reviewed by the Audit Committee of the Board of Director which provides strategic guidance on Internal Control

VIGIL MECHANISM POLICY / WHISTLE BLOWER POLICY

In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behaviour the company has adopted a vigil mechanism policy. This policy is explained in corporate governance report and also posted on the website of company.

AUDITORS AND THEIR REPORT

M/s DEEPAK I P AGARWAL & CO., Chartered Accountants, who served as Statutory Auditors of the company since a long time, resigned from the position **w.e.f. 30th September, 2016**, expressing their inability to continue as the Statutory Auditors of the Company. In their replacement, **M/s Moon And Company, Chartered Accountants** will be appointed as Statutory Auditors of the Company with approval of shareholders of the company by way of ordinary resolution passed in its Annual General Meeting.

The board recommends their appointment as statutory auditors of the company.

SECRETARIAL AUDITORS

Pursuant to provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Company has appointed **M/S B SHUBHANGI & ASSOCIATES, COMPANY SECRETARY IN WHOLE TIME PRACTICE** to undertake the Secretarial Audit of the Company.

The Secretarial Audit Report is annexed herewith as "**Annexure C**".

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2016

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in MGT 9 as a part of this Annual Report as "**ANNEXURE D**".

HUMAN RESOURCES

Your Company's Human Resource agenda remained focused on reinforcing the key thrust areas; being the employer of choice on campus, building an inclusive culture and a strong talent pipeline, institutionalizing mission critical capabilities in the organization, driving greater employee engagement

and continuing to focus on progressive employee relation policies.. The management has always carried out systematic appraisal of performance and imparted training at periodic intervals. The company has always recognized talent and has judiciously followed the principle of rewarding performance.

BUSINESS RISK MANAGEMENT

The main objective of this policy is to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and resolving risks associated with the business. In order to achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues.

In today's challenging and competitive environment, strategies for mitigating inherent risks in accomplishing the growth plans of the Company are imperative. The common risks inter alia are:

Regulations, competition, Business risk, Technology obsolescence, Investments, retention of talent and expansion of facilities.

Business risk, inter-alia, further includes financial risk, political risk, fidelity risk, legal risk.

As a matter of policy, these risks are assessed and steps as appropriate are taken to mitigate the same.

PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule, 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is as follows:

The company has one Executive Director and due to financial constraints being faced by the company he has forgone remuneration.

Further, no sitting fee has been paid to any director during the year.

However as per the provisions of section 136 of the Companies Act, 2013, the report and accounts are being sent to all shareholders of the Company excluding the aforesaid information. Any shareholder interested in obtaining a copy of the particulars may write to the Company's Registered Office.

LISTING WITH STOCK EXCHANGES

The Company confirms that it has paid the Annual Listing Fees for the year 2016-2017 to BSE where the Company's Shares are listed.

ACKNOWLEDGEMENT

Your Directors place on record their sincere appreciation of the services rendered by the employees of the Company. They are grateful to shareholders, bankers, depositors, customers and vendors of the company for their continued valued support. The Directors look forward to a bright future with confidence.

CAUTIONARY STATEMENT

The statements contained in the Board's Report and Management Discussion and Analysis contain certain statements relating to the future and therefore are forward looking within the meaning of applicable securities, laws and regulations.

Various factors such as economic conditions, changes in government regulations, tax regime, other statues, market forces and other associated and incidental factors may however lead to variation in actual results.

Date: 01.09.2016

Place: Delhi

for and on behalf of the Board

Tridev Infraestaes Limited

Sd-

Sunil Kumar Agarwal
Managing Director
(DIN No. 00033287)

Sd-

Vinod Kumar Jain
Director
(DIN No. 01943778)

ANNEXURE "A" TO THE DIRECTORS' REPORT

Information pursuant to the Companies (Accounts) Rules, 2014.

i) Conservation of Energy

The operations involve low energy consumption. Wherever possible, energy conservation measures have been implemented. Efforts to conserve and optimise the use of energy are a continuous process.

ii) Technology Absorption

1. Specific areas in which R & D carried out are as follows:
 - a. review of the existing courses and evaluation of feasibility of the new courses to be launched and estimating the costing thereof.
 - b. Providing technical support on existing products.
2. Benefits derived as a result of the above R & D
As a result the organisation is being able to implement current courses.
3. Expenditure on R & D : NIL

iii) Foreign Exchange Earnings & Outgo

There were no foreign exchange earnings as well as outgo of the Company during the year under report.

Particulars	Year Ended March 31st 2016	Year Ended March 31st 2015
Earnings : Export	Nil	Nil
Outgo: Imports	Nil	Nil

ACKNOWLEDGMENT

Your Directors would like to express their grateful appreciation for assistance and Co-operation received from the financial institutions, Government Authorities, Customers, Vendors and Members during the year under review. Your Directors, also wish to place on record their deep sense of appreciation for the committed services of executives, staff and workers of Company.

For and on behalf of the Board

Place: New Delhi
Date: 01.09.2016

Sd-

Sd-

Sunil Kumar Agarwal
Managing Director
(DIN No. 00033287)

Vinod Kumar Jain
Director
(DIN No. 01943778)

FORM NO. AOC -2

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

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

- | | | |
|----|---|-----|
| a) | Name (s) of the related party & nature of relationship: | N.A |
| b) | Nature of contracts/arrangements/transactions: | N.A |
| c) | Duration of the contracts/arrangements/transactions | N.A |
| d) | Salient terms of the contracts or arrangements or transactions including the value, if any: | N.A |
| e) | Justification for entering into such contracts or arrangements or transactions: | N.A |
| f) | Date (s) of approval by the Board: | N.A |
| g) | Amount paid as advances, if any | N.A |
| h) | Date on which the special resolution was passed in General meeting as required under first proviso to Section 188 | N.A |

2. Details of *'material contracts or arrangements or transactions at Arm's length basis. NIL

- | | | |
|----|---|-----|
| a) | Name (s) of the related party & nature of relationship | N.A |
| b) | Nature of contracts/arrangements/transactions: | N.A |
| c) | Duration of the contracts/arrangements/transaction | N.A |
| d) | Salient terms of the contracts or arrangements or transactions including the value, if any: | N.A |
| e) | Date(s) of approval by the Board, if any: | N.A |
| f) | Amount paid as advances, if any: | N.A |

* Definition of term 'material contracts or arrangement or transactions' is taken as per Clause 49 of the Listing Agreement with stock exchanges

Place: Delhi

for and on behalf of the Board

Date: 01.09.2016

Sd-

Sd-

Sunil Kumar Agarwal
Managing Director
(DIN No. 00033287)

Vinod Kumar Jain
Director
(DIN No. 01943778)

ANNEXURE "D" TO DIRECTORS REPORTS

**Form No. MGT-9
EXTARCT OF ANNUAL RETURN
AS ON THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2016**

{Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014}

1. REGISTRATION AND OTHER DETAILS:-

(I)	CIN	:	L21012DL1988PLC033812
(II)	Registration Date	:	07/11/1988
(III)	Name of the Company	:	Tridev Infraestates Limited
(IV)	Category/ Sub Category of the Company	:	Public Listed Company
(V)	Address of the Registered office and	:	D-19, Arya Nagar Apartment 91, I.P Extension, New Delhi-110092
(VI)	Company Listed	:	BSE
(VII)	Name & Address & Contact Details of RTA	:	Skyline Financial Services Private Limited, D-153A, Okhla Industrial Area, Phase-I, New Delhi-110020

2. Principal Business Activities of the Company:

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

Sl. No.	Name and Description Of main product and services	NIC code of the product/services*	% to total turnover of the company
1	Infra structure		

3. Particulars of Holding, Subsidiary and Associates Companies

S.No.	Name & Address of the Company	CIN/ GIN	Holding / Subsidiary / Associates	% of shares held	Applicable Section
1.	AGLOW STEELS LTD	U35122DL2013PLC261648	Subsidiary	100%	2(87)
2.	JBD TRADECOM LIMITED	U52590DL2015PLC280327	Subsidiary	100%	2(87)
3.	CREDENCE NIRMAN LIMITED	U45400DL2015PLC280751	Subsidiary	100%	2(87)

g)FIIs	0	0	0	0	0	0	0	0	No Change
--------	---	---	---	---	---	---	---	---	-----------

h)Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	No Change
i)Others	0	0	0	0	0	0	0	0	No Change
2.Non- Institutions									
a. Bodies Corp.	3396606	0	3396606	52.05	2574063	0	2574063	39.45	-12.6
i.Indian Overseas	0	0	0	0	0	0	0	0	0

b) Individual									
1)Individual shareholders holding nominal share capital upto Rs. 1 Lakh	801660	200	801860	12.29	828187	200	828387	12.69	0.4
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	1383371	0	1383371	21.20	2138254	0	2138254	32.77	11.57
c. other Specify	0	0	0	0	0	0	0	0	0
TRUST	0	0	0	0	0	0	0	0	No Change
NRI	67961	0	67961	1.04	67971	0	67971	1.04	No Change
CLEARING MEMBERS	0	0	0	0	0	0	0	0	No Change
HUF	95092	0	95092	1.46	136215	0	136215	2.09	-0.63
Sub Total (B)(2)	5744690	200	5744890	88.04	5744690	200	5744890	88.04	No Change
Total Public Shareholding (B)=(B)(1)+(B)(2)	5744690	200	5744890	88.04	5744690	200	5744890	88.04	No Change
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	No Change
Grand Total(A+B+C)	6524200	200	6524400	100	6525200	200	6525400	100	No Change

(ii) Shareholding of Promoters

S.no.	Shareholders Name	Shareholding at the beginning of the Year			Shareholding at the end of the Year			
		No. of Shares	% of Total shares of the Company	% of Shares Pledge d/encumbered to Total shares	No. of Shares	% of total shares of the company	% of sharesPledged/encumbered to total shares	% Change in share holding during the year
1	PAYAL AGARWAL	8340	0.13	0	8340	0.13	0	No Change
2	SUNIL KUMAR AGARWAL	333170	5.11	0	333170	5.11	0	No Change
3	ATUL KUMAR AGARWAL	439000	6.73	0	439000	6.73	0	No Change

Change in Promoters Shareholding (Please specify , if there is no change)

S. No.		Shareholding at the beginning of the year			Cumulative Shareholding during the year				
		No. of shares	% of Total shares of the company		No. of shares			% of Total shares of the company	
	At the beginning of the year	N.A	N.A		N.A			N.A	
	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease (e.g.allotment, transfer/ bonus,/ sweat equity etc.)	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	At the end of the year	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A

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

S. No.		Shareholding at the beginning of the year		Transfer/purchase during 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	No. of shares	% of Total shares of the company
1	VENUS INSEC PRIVATE LIMITED	929300	14.24	498200	7.64	431100	6.6
2	SURYA MEDI TECH LIMITED	659325	10.10	0	0	-----	No Change
3	ND FINANCIAL SERVICES LIMITED	527362	8.08	0		-----	No Change
4	SHRIDHAR FINANCIAL SERVICES LIMITED	423021	6.48	0	0	-----	No Change
5	KIRANBEN SURESHBHAI			270660	4.15	270660	4.15

	SHAH						
6	SHAH ASHWINBHAI CHINUBHAI			134581	2.06	134581	2.06
7	SANGITA PARESHKUMAR VEDAWALA	133712	2.05	0	0	----- ---	No Change
8	NDA SECURITIES LIMITED	100000	1.53	0	0	----- ---	No Change
9	TRUPTI ARUN MANDAVIYA	96365	1.43	0	0	96365	No Change
10	SOUTH ASIA PORTFOLIOS PRIVATE LIMITED	90103	1.38	0	0	90103	No Change

(v) Shareholding of Directors and Key Managerial Personnel:						
Name	For each of the Directors and KMP	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
AMIT AGGARW AL	At the beginning of the year	NIL	NIL	NIL		NIL
	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease	NIL	NIL	NIL		NIL
	At the end of the year	NIL	NIL	NIL		NIL
SUNIL KUMAR AGARWA L	At the beginning of the year	NIL	NIL	NIL		NIL
	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease	NIL	NIL	NIL		NIL
	At the end of the year	NIL	NIL	NIL		NIL
PAYAL AGARWA L	At the beginning of the year	NIL	NIL	NIL		NIL
	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease	NIL	NIL	NIL		NIL
	At the end of the year	NIL	NIL	NIL		NIL
VINOD KR JAIN	At the beginning of the year	NIL	NIL	NIL		NIL
	Date wise Increase/ Decrease in Promoters Share	NIL	NIL	NIL		NIL

	holding during the year specifying the reasons for increase/ decrease						
	At the end of the year	NIL	NIL	NIL			NIL
SANTOSH KUMAR YADAV	At the beginning of the year	NIL	NIL	NIL			NIL
	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease	NIL	NIL	NIL			NIL
	At the end of the year	NIL	NIL	NIL			NIL
V. INDEBTEDNESS							
Indebtedness of the Company including interest outstanding/ accrued but not due for payment							
Indebtedness at the beginning of the financial year		Secured Loans excluding deposits		Unsecured Loans	Deposit		Total Indebtedness
1)Principal Amount		NIL		NIL	NIL		NIL
ii)Interest due		NIL		NIL	NIL		NIL
iii)Interest accrued but not due		NIL		NIL	NIL		NIL
Total (i+ii+iii)		NIL		NIL	NIL		NIL
Change in Indebtedness during the financial year		NIL		NIL	NIL		NIL
a)addition		NIL		NIL	NIL		NIL
b)Reduction		NIL		NIL	NIL		NIL
Net Change		NIL		NIL	NIL		NIL
Indebtedness at the end of the Financial year		NIL		NIL	NIL		NIL
1)Principal Amount		NIL		NIL	NIL		NIL
ii)Interest due but not paid		NIL		NIL	NIL		NIL
iii) Interest accrued but not due		NIL		NIL	NIL		NIL
Total(i+ii+iii)		NIL		NIL	NIL		NIL
VI.REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL							
A. Remuneration to Managing Director, Whole -time Directors and/ or Manager (Amt in Lakhs)							
S.No.	Particulars of Remuneration	Name of MD/WTD/Manager					Total Amount (
1	Gross Salary	AMIT AGGARWAL NIL	SUNIL KUMAR AGARWAL NIL	PAYAL AGARWAL NIL	VINOD KR JAIN NIL	SANTOSH KUMAR YADAV NIL	NIL
	Salary as per provisions contained in sec 17(1) of the Income Tax Act, 1961	NIL	NIL	NIL	NIL	NIL	NIL
	Value of Perquisites u/s 17(2) Income Tax Act, 1961	NIL	NIL	NIL	NIL	NIL	NIL
	Profits in lieu of Salary under sec.17(3) Income Tax Act, 1961	NIL	NIL	NIL	NIL	NIL	NIL
2.	Stock Option	NIL	NIL	NIL	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL	NIL	NIL	NIL

4.	Commission -as% of Profit -other specify	NIL	NIL	NIL	NIL	NIL	NIL
5.	Other , Please Specify	NIL	NIL	NIL	NIL	NIL	NIL
	Total as per the Act	NIL	NIL	NIL	NIL	NIL	NIL

VII. PENALTIES /PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of penalty/ Punishment/ Compounding fees impose	Authority [RD/NCLT/COURT]	Appeal made if any(give details)
A. Company					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
B. Director					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
C. Other Officers in Default					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

ANNEXURE- C
Form No. MR-3
SECRETARIAL AUDIT REPORT

For The Financial Year Ended 31st March, 2016

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,

The Members,

M/s TRIDEV INFRAESTATES LIMITED

(formerly Ashutosh Paper Mills Ltd)

D-19, Arya Nagar Appartment, 91,

I.P Extension, Patparganj,

Delhi-110092

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s Tridev Infraestates Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended 31st March, 2016 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance- mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(Not Applicable to the company during the period under review)**
- (v) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.:-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(Not applicable as the Company did not issue any securities during the financial year under review)**
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and

Employee Stock Purchase Scheme) Guidelines, 1999; **(Not Applicable to the company as company has not grant any option to its employee during the financial year under review)**

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the company as not issue any debt securities during the period under review)**

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not Applicable to the company during the period under review)**

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not Applicable to the company during the period under review)**

(vi) Other laws applicable to the Company as per the representations made by the Management.

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India have been notified w.e.f. 1st July, 2015 .

(ii) The Listing Agreements entered into by the Company with BSE Limited and SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 (effective from 1st December, 2015)

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above:

Based on the information received and records maintained, we further report that,

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors and the changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
2. Adequate notice is given to all directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent at least seven days in advance with the proper compliances of the provisions of Companies Act, 2013. Some meetings were held on shorter notice with the proper compliances of applicable provisions of Companies Act, 2013 and rules made there under.
3. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines. And In respect of other laws specifically applicable to the Company, I have relied on information/records produced by the Company during the course of my audit and the reporting is limited to that extent.

We further report that during the audit period, there were no instances of:

- i. Public/Right/preferential/debentures/sweat equity, etc.
- ii. Redemption / buy-back of securities

- iii. Any approval taken from members in pursuance to section 180 of the Companies Act, 2013
- iv. Merger / amalgamation / reconstruction, etc.
- v. Foreign technical collaborations

Place: Delhi
Date: 01/09/2016

For B SHUBHANGI AND ASSOCIATES
(Company Secretaries)

-
Shubhangi Bhardwaj
(Proprietor)
Membership No. 39954
COP No. 15788

Note: This report is to be read with our letter of even date which is annexed as **Annexure EA** and forms an integral part of this report.

‘Annexure A’

To,

The Members,

M/s TRIDEV INFRAESTATES LIMITED
(formerly Ashutosh Paper Mills Ltd)

D-19, Arya Nagar Appartment, 91,
I.P Extension, Patparganj,
Delhi-110092

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Place: Delhi
Date: 01/09/2016

For B SHUBHANGI AND ASSOCIATES
(Company Secretaries)

-
Shubhangi Bhardwaj
(Proprietor)
Membership No. 39954
COP No 15788

TRIDEV INFRAESTATES LIMITED

(L21012DL1988PLC033812)

ANNEXURE-F

Report On Corporate Governance

(As required by clause 49 of the Listing Agreement of the Stock Exchanges)

I. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Your company possesses an ethical mindset about the values of good Corporate Governance. For **TRIDEV INFRAESTATES LIMITED**, Corporate Governance stands for responsible and value creating management and control of the Company. The company's policies and practice are not only consistent with the statutory requirement but also underline its commitment to operate in the best interest of its stakeholders.

TRIDEV INFRAESTATES LIMITED is committed to maintain highest standards of ethical behaviour and makes an honest endeavour to uphold the attributes of transparency, independence, accountability, responsibility and growth in all aspects of its operations.

II. BOARD OF DIRECTOR

(A) Composition of Board

As on March 31, 2016, the board comprised of five (5) directors, namely Sunil Kumar Agarwal, Santosh Kumar Yadav, Vinod Kumar Jain, Amit Agarwal and Payal Agarwal.

The board of the director of the Company consists of appropriate numbers of Non- Executive Directors, Independent Directors and Executive Director(s) in conformity with the provisions of Listing Agreement. Mr. Vinod Kumar Jain and Mr. Santosh Kumar yadav are Independent Director. Mr. Sunil Kumar Agarwal is the Managing Director of the Company. All the directors bring with them rich and varied experience in different facets of the corporate functioning. They play an active role in the meeting of the board. None of the directors have any pecuniary relationship with the Company. The composition of the board is in conformity of Clause 49 of the Listing Agreement.

The management of the company is entrusted in the hand of the key management personnel of company and is headed by the Managing Director, who functions under the supervision and control of the board. The board reviews and approves strategy and oversees the action and result of management.

(B) The composition of board and category of directors is as follows:

S.no	Name	Category of director as on 31 st March 2016	DIN	Appointed as director on	Ceased to be director on
1	Sunil Kumar Agarwal	MD	00033287	28/08/2009	
2	Vinod Kumar Jain	Chairman, I-NED	01943778	26/02/2010	
3.	Santosh Kumar yadav	I- NED	00041683	12/02/2010	
4.	Amit Agarwal	NI- NED	02504414	10/02/2009	
5.	Payal Agarwal*	NI- NED	00920334	10/08/2014	09.07.2016

I-NED- Independent- Non Exective Director, **NI-NED-** Non Independent- Non Exective Director

- Ms. Payal Agarwal ceased to be a director (w.e.f 09.07.2016).

No director of the company is inter-se related to any other director of the board.

Attendance of each director at Board Meetings and the last AGM

During the year April 01, 2015 to March 31, 2016, the board of directors met 6 times 30/05/2015, 13/08/2015, 01/09/2015, , 14/11/2015, 12/02/2016, and 29/03/2016. The attendance of each director at these meeting and at the last Annual General Meeting was as under:-

Name of the Director	Attendance Particulars			Committee memberships/Chairmanships in our Company		Number of other Directorships & Committee memberships
	Board Meeting		Last AGM	Member-ships	Chairman-ships	Director-ships
	Held	Present				
Sunil Kumar Agarwal	6	6	Yes	3	0	0
Vinod Kumar Jain	6	6	Yes	3	3	0
Santosh Kumar yadav	6	6	Yes	3	0	0
Amit Agarwal	6	6	Yes	0	0	0
Payal Agarwal*	6	6	Yes	0	0	0

(C) Code of Conduct

The Company's Board has laid down a code of conduct for all the Board Members and senior Management of the Company, which has been provided , to all concerned executives. All board

members and designated Senior Management Personnel have affirmed compliance with the Code of Conduct.

(D) Important items discussed at the Board Meeting

The Board of the Company is provided with detailed notes along with the agenda papers in advance in respect of various items discussed in the Board meetings including:

1. Annual Business Plan including financial and operational plan.
2. Quarterly financial results/ Annual Financial statements.
3. Review of operations of units.
4. Quarterly statutory compliances report.
5. Minutes of meeting of audit committee and other committees of the board.

III. COMMITTEES OF THE BOARD**a) Audit Committee**

The audit committee of the company was constituted to exercise power & discharge functions as stipulated in section 177 of the Companies Act, 2013 and Clause 49 of the listing agreement with Stock Exchange and other relevant statutory / regulatory provision.

The terms of reference of the Audit Committee cover all areas mentioned under Clause 49(III) of the listing agreement with the stock exchanges and Section 177 of the Companies Act, 2013. The broad terms of reference of the Audit Committee, as on March 31, 2016, include, inter-alia, systematic review of accounting policies & practices, financial reporting process, adequacy of internal control systems and internal audit function, quarterly/half-yearly financial statements. It also recommends appointment of Statutory Auditors, Internal Auditors, Cost Auditors, Secretarial Auditors and fixation of their audit fees.

Composition

During the year April 01, 2015 to March 31, 2016 four (4) Audit Committee meetings have taken place on 30th May 2015, 13th Aug 2015, 14th November 2015 and 12th February 2016. The attendance of each director at those meeting was as under:-

Name	Designation	No. of meetings held during FY 14-15	No. of meeting attended
Vinod Kr. Jain	Chairman	4	4
Santosh Kumar Yadav	Member	4	4
Sunil Kumar Agarwal	Member	4	4

The composition and terms of reference of the Audit Committee are in conformity with the listing agreement and the Companies Act 2013. The minutes of the meetings of the Audit Committee are placed before the board for its information.

(b) NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of the company was constituted to exercise power & discharge functions as stipulated in section 178 of the Companies Act, 2013 and Clause 49 of the listed agreement with Stock Exchange and other relevant statutory / regulatory provision.

Terms of Reference The terms of reference of the Nomination and Remuneration Committee cover all areas mentioned under Clause 49(IV) of the listing agreement with the stock exchanges and Section 178 of the Companies Act, 2013. The broad terms of reference of the Nomination and Remuneration Committee inter-alia include recommending a policy relating to remuneration of directors and senior management personnel, formulation of criteria and identify persons who may be appointed as directors or senior management of the Company, Board diversity and any other matters which the Board of Directors may direct from time to time. During the year April 01, 2015 to March 31, 2016, Four (4) 'Nomination and Remuneration Committee' meetings have taken place on 30th May 2015, 13th August 2015, 14th November, 2015, 12th February 2016. The attendance of each director at these meetings was as under:

Name	Designation	No. of meetings held during FY 15-16	No. of meeting attended
Vinod Kr. Jain	Chairman	4	4
Santosh Kumar Yadav	Member	4	4
Sunil Kumar Agarwal	Member	4	4

Remuneration Policy

The Remuneration Policy recommended by the Nomination and Remuneration Committee has been accepted by the Board of Directors. The Remuneration policy is enclosed as Annexure-VI to the Directors Report. During the year under review, there was no pecuniary relationship or transactions of the non-executive directors vis-à-vis the Company.. The details of remuneration paid to directors during the year April 01, 2015 to March 31, 2016 along with number of equity shares of the Company held by each of them are as under:

S. no	Name	Sitting fee	Salary & Perquisites	No. of shares held
2	Vinod Kr. Jain	Nil	Nil	Nil
3	Santosh Kumar Yadav	Nil	Nil	Nil
4	Sunil Kumar Agarwal	Nil	Nil	Nil

C) STAKEHOLDERS' RELATIONSHIP AND SHARE TRANSFER COMMITTEE

The Board of Directors of your Company has renamed and reconstituted its existing 'Investors /Shareholders Grievance Committee ' as ' Stakeholders' Relationship and Share Transfer Committee' in terms of requirements of Section 178 of the Companies Act, 2013 and clause 49 of the listing agreement. At present, 'Share Transfer, Finance Facilities and Stakeholder Relationship Committee' comprised of Mr. Vinod Kr. Jain, Chairman, Santosh Kumar Yadav, Mr. Sunil Kumar Agarwal, members of committee. The attendance of directors in the said committee meetings was as follows:

Name	Designation	No. of meetings held during FY 15-16	No. of meeting attended
Vinod Kr. Jain	Chairman	4	4
Santosh Kumar Yadav	Member	4	4
Sunil Kumar Agarwal	Member	4	4

The minutes of Share Transfer, & Stakeholder Relationship Committee are placed before the Board for its information.

Compliance Officer

Mr. Amit Aggarwal acts as Compliance Officer of the Company.

Role of Stakeholders' Relationship and Share Transfer Committee:

- a) To receive the report of the registrar and share transfer Agent about Investors' complaint and grievances and follow up for necessary action taken for redressal thereof;
- b) To review the existing "investor Redressal System" and suggest measures for improvement in investor relation;
- c) To note the transfer / transmission /transposition /rematerialisation/ dematerialisation of shares and consolidation/ splitting of folios as approved by the person duly authorized by the Board in this regard and the issue of shares certificates in exchange for sub-division, Consolidated, defaced, torn, etc.
- d) To appoint and remove the Registrar and Share Transfer Agent, decide the terms and conditions, remuneration service charge / fees and review their performance;
- e) To decide the frequency of audit of the Registrar and Share Transfer Agent and to consider the Auditor's Report thereon.

IV. GENERAL BODY MEETING: -

a) GENERAL MEETINGS

DETAILS OF LAST THREE ANNUAL GENERAL MEETINGS

AGM	Financial Year	Date	Time	Location
27th AGM	2014-2015	30.09.2015	9.30AM	D-19, Arya Nagar Apartment, 91-I.P. Extension, New Delhi-110092
26th AGM	2013-2014	30.09.2014	10:30 AM	S-524, Vikas marg, Shakarpur, Delhi- 110092
25th AGM	2012-2013	28.09.2013	10:30AM	D-19, Arya Nagar Apartment, 91-I.P. Extension, New Delhi-110092

b) POSTAL BALLOT

No resolutions were passed by postal ballot during the year ended 31st March, 2016

V. DISCLOSURES

Transactions with related parties, as per requirements of Accounting Standard 18, are disclosed in Annexure to the Notes to Accounts. These are not in conflict with the interest of the Company in view of the following:

- a) All details relating to financial and commercial transactions wherein Directors may have a potential interest are provided to the Board and the interested Directors neither participate in the discussion nor do they vote on such matters.
- b) These are at prices which are reasonable, having regard to the prevailing market prices at the relevant time.

The Company has complied with all the requirements of the Listing Agreements with the Stock Exchanges. There has not been any non-compliance and penalty; structure has been imposed on the company during the last three years by SEBI or Stock Exchanges and fully complied with all the mandatory requirements of Clause 49.

VI. MEANS OF COMMUNICATION

Quarterly Results are published in prominent daily newspaper Dainik Mahalaxmi (Hindi) and The Money Makers (English) in Delhi editions. Management Discussions and Analysis Forms part of the Annual Report. The Company has not made any formal presentation to the Institutional Investors during the year.

VII. GENERAL SHAREHOLDER INFORMATION

Financial Year	1 st April 2015 to 31 st March 2016
28th Annual General Meeting	On Friday 30 th September, 2016 At 12:00 pm at "Hotel Aura Grand Residency" Jagruti Enclave , Vikas Marg, Delhi-110092
Financial Calendar	
Financial Year	1 st April 2015 to 31 st March 2016
1 st Quarterly Results	13/08/2015
2 nd Quarterly Results	14/11/2015
3 rd Quarterly Results	12/02/2016
4 th Quarterly Results	30/05/2016
Date of Book Closure	26 th September, 2016 to 30 th September, 2016 (both days inclusive)

Dividend Date

Not Applicable

Listing on Stock Exchange

The company is listed in following exchanges:

1) Bombay Stock Exchange

Phiroze Jeejeebhoy Towers, Dalal Street

Mumbai-400 001

The Equity shares of the company are actively traded at BSE with Scrip code- (531568) in the XD' Group.

STOCK MARKET DATA (YEAR 2015-2016)

Month	High	Low
April, 2015	2.36	2.04
May, 2015	1.94	1.85
June, 2015	1.85	1.85
July, 2015	1.85	1.77
August, 2015	2.40	1.85
September, 2015	2.49	2.49
October, 2015	2.60	2.47
November, 2015	-	-
December, 2015	2.90	2.43
January, 2016	3.77	3.00
February, 2016	3.75	3.75
March, 2016	3.93	3.74

VIII. REGISTRAR AND SHARE TRANSFER AGENT**M/s. SKYLINE FINANCIAL SERVICES LIMITED**

Unit: Tridev Infraestates ltd(Formerly Ashutosh paper Mills ltd)
 D-153A, Okhla Industrial Area,
 Phase-I, New Delhi-110020
 Telephone No: 011-26812682
 E-mail Address: viren@skylinerta.com

IX. SHARE TRANSFER SYSTEM

M/s. Skyline Financial Services (P) Ltd. acts as Registrar and Transfer Agent for the company. M/s Skyline Financial Services has a dedicated management team comprising professional qualified managers who are possessing vast experience in handling the share transfer work. The organization has a proven track record and is committed to maintain quality to service of the highest standards and also handling capacity with a commendable flexibility to quickly upgrade the capacity at shorter notice.

Share transfers are registered within maximum of 15 days from the date of lodgement of the documents which are complete in all respects. In case the shares are transferred through Demat mode, the procedure is adopted as stated in Depositories Act, 1996.

The company obtains a half yearly certificate of compliance from the Company Secretary in Practice for compliance of the share transfer formalities, as required under Clause 47 of the Listing Agreement and file copy of the certificate with stock exchanges is obtained.

X. SHAREHOLDING PATTERN AS ON 31st MARCH, 2016.**a. Distribution of Shareholding as on March 31, 2016.**

No. of Shares	No. of Shareholders	% to total	No. of Shares held	% to total
0-5000	350	47.36	662540	1.02
5001 -10000	101	13.67	865530	1.33
10001-20000	67	9.07	1059010	1.62
20001-30000	43	5.82	1117480	1.71
30001-40000	25	3.38	936900	1.44
40001- 50000	13	1.76	630600	0.97
50001-100000	50	6.77	3933940	6.03
100000 & above	90	12.18	56048000	85.89

b. Category of shareholders as on March 31, 2016

Category	No. of Shares	Percentage of holdings
A. Promoters Holding		
i) Promoters		
a. Indian-individual	780510	11.96%
b. Foreign	Nil	Nil
ii) Persons acting in concert		
a. Directors	Nil	Nil
b. Director's Relatives	Nil	Nil
Sub Total (A)	780510	11.96%
B. Public Holding		
i) Institutional Investor		
a) Mutual Fund	Nil	NIL
b) Financial institutions/Banks	NIL	NIL
c) Central Govt./State Govt.(s)	Nil	Nil
d) Venture capital fund/Ins. Cos,	Nil	Nil
e) FII Etc	Nil	Nil
Sub Total (B)(i)		
ii) Non-Institutions Investors		
a) Bodies Corporate	2574063	39.45%
b) Individuals		
i) shareholding < Rs.1.00 Lac	828387	12.69%
ii) shareholding > Rs.1.00 Lac	2138254	32.77%
c) Any other		
i) Clearing House	Nil	Nil
ii) Corporate Body- OCB	NIL	NIL

iii) Intermediary/Other Depository A/c	Nil	Nil
iv) Hindu Undivided Family	136215	2.09
v) Non Resident Indian	67971	1.04
Sub Total (B)(ii)	5744890	88.04
Sub Total (B)	5744890	88.04
Grand Total (A+B)	6525400	100%
Shares held by custodian and against which Depository Receipt is issued	Nil	NIL

DEMATERIALISATION OF SHARES

The Company's shares are tradable compulsorily in electronic form. The Company has established through its Registrar and Share Transfer Agents, connectivity with National Securities Depository Ltd (NSDL) and Central Depository Services (I) Ltd (CDSL). As on 31st March, 2016 the **99.99%** equity shares have been dematerialized.

OUTSTANDING ADRs/GDRs

The Company has not Issued any ADRs, GDRs, Warrants or any Convertible Instrument during the financial year 2015-16.

Investors may address any correspondence to:

Mr Amit Agarwal

(Compliance Officer),

Tridev InfraEstates Limited

D-19, Arya Nagar Appartments, 91 I.P Extension Patparganj, 110092,

E-mail : ashutoshpapermillsld@gmail.com

Website: www.ashutoshpapermills.com

CERTIFICATE IN TERMS OF CLAUSE 49 OF THE LISTING AGREEMENT

In terms of clause 49 of the Listing Agreement, it is certified as under that:

- (a) The financial statements and the cash flow statement for the year have been reviewed and that to the best of our knowledge and belief :
- (i) These statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading;
 - (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transaction entered into by the Company during the years which are fraudulent, illegal or violative of the Company.
- (c) We accept responsibility for establishing and maintaining internal controls and have evaluated the effectiveness of the internal control systems of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We had indicated to the Auditors and the Audit Committee :
- (i) Significant changes in internal control during the year (if any);
 - (ii) Significant changes in accounting policies during the year (if any) and the same have been disclosed in the notes to the financial statements; and
 - (iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system.

Place: Delhi

for and on behalf of the Board

Date: 01.09.2016

Sd-

Sd-

Sunil Kumar Agarwal
Managing Director
(DIN No. 00033287)

Vinod Kumar Jain
Director
(DIN No. 01943778)

CERTIFICATION BY MANAGING DIRECTOR

To the best of knowledge and belief, we certify that:

- 2) We have reviewed financial statement and the cash flow statement for the period ended 31.03.2016 and that to the best of our knowledge and belief:
 - a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- 3) There are, to the best of our knowledge and belief, no transaction entered into by the company during the period, which is fraudulent, illegal or violative of the company's code of conduct.
- 4) Further, we accept responsibility to establish and maintain internal controls for financial reporting and Accordingly, we have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting and I have disclosed to the auditors and the Audit committee, wherever applicable:
 - a) Deficiencies in the design or operation of the internal controls, if any of which we are aware and the steps have been taken or propose to take rectify these deficiencies.
 - b) Significant changes in the internal control over the financial reporting during the period;
 - c) Significant changes in accounting policies during the period and that the same have been disclosed in the notes to the financial statements;
 - d) Instances of significant fraud of which we came to know and involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system.

Place: Delhi

for and on behalf of the Board

Date: 01.09.2016

Sunil Kumar Agarwal
Managing Director
(DIN No. 00033287)

DECLARATION BY MANAGING DIRECTOR

I, Sunil Kumar Agarwal, Managing Director of **Tridev Infraestates Limited** hereby declare that all the board members and senior managerial personnel have affirmed for the year ended 31st March, 2016 compliance with the code of conduct of the company laid down by them.

Place: Delhi

for and on behalf of the Board

Date: 01.09.2016

Sunil Kumar Agarwal
Managing Director
(DIN No. 00033287)

MANAGEMENT DISCUSSION & ANALYSIS

BUSINESS SCENARIO

The Company is exploring alternative avenues for business opportunities and wish to explore area of activity. The Company is trying its best to keep its expenses in check in spite of inflationary trends and to revive the business of the Company. Barring unforeseen circumstances- we expect better performance in the current year.

The year has ended with a Net Profit after Tax of ` 42587/- as against Net Profit after Tax of ` 35470/- of last year.

MANAGEMENT OF RISK

Management of risk to the business is continuous challenge for any organization growing in size and enhancing its purpose. The traditional risk factors like client risks, industry segment risks and economic risk are well understood and the means to handle them are also fairly established.

INTERNAL CONTROLS & SYSTEMS

The company ensures existence of adequate internal control through policy and procedures to be followed by the executives at various levels in the company. The operating managers ensure compliance within their areas. The Company has internal Audit system to carry out extensive checking and test and report non-compliance/weakness, if any through internal Audit Reports on the respective areas. These reports along with reports on compliance made thereafter are reviewed by the Audit Committee of the Board.

HUMAN RESOURCE

Management relation with the employees remains cordial. The Company's Human Resources philosophy is to establish and build a strong performance and competency drive culture with greater senses of accountability and responsibility. The industrial relations scenario remained peaceful and harmonious.

Place: Delhi

for and on behalf of the Board

Date: 01.09.2016

Sd-

Sd-

Sunil Kumar Agarwal
Managing Director
(DIN No. 00033287)

Vinod Kumar Jain
Director
(DIN No. 01943778)

PURSUANT TO THE REQUIREMENTS OF THE CLAUSE 49 OF THE LISTING AGREEMENT WITH THE STOCK EXCHANGES, ON CORPORATE GOVERNANCE, THE INFORMATION REQUIRED TO BE GIVEN, IN CASE OF THE APPOINTMENT OF A NEW DIRECTOR OR RE-APPOINTMENT OF A DIRECTOR, IS GIVEN AS FOLLOWS:

Name of Director	DIN	Date of Birth	Date of Appointment	Qualification & Experience	No of shares held in company	List of outside directorship held on 31st March 2016
Sunil Kumar Agarwal	00033287	01/07/1962	28/08/2009	Graduate and vast knowledge of finance and Management skill	NIL	Directorship: 1

Auditors' Certificate on the Compliance of conditions of Corporate Governance under Clause 49 of the Listing Agreement

To the Members of Tridev InfraEstates Limited

1. We have examined the compliance of conditions of Corporate Governance by Tridev InfraEstates Limited ("the Company") for the year ended March 31, 2016, as stipulated in clause 49 of the Listing Agreements of the Company with stock exchanges.
2. The Compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to review of procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. In our opinion and to the best of our information and according to the explanations and management representations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreements.
4. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company

For DEEPAK I P AGARWAL & CO.
Chartered Accountants
Firm Reg. No. 021682N

CA Deepak Agarwal
(Proprietor)
M.No. 503548

Date: 01/09/2016
Place: Delhi

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF **Tridev Infraestates Limited**

Report on the Financial Statements

We have audited the accompanying financial statements of **Tridev Infraestates Limited**, which comprise the Balance Sheet as at 31 March 2016, the Statement of Profit and Loss, 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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We 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 thereunder.

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.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the

assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the

Company's preparation of the financial statements that give true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by 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 financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31st March 2016, its profit and its cash flows 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 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 paragraphs 3 and 4 of the Order, to the extent applicable.
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, the 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 aforesaid 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 written representations received from the directors as on 31 March, 2016, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2016, from being appointed as a director in terms of Section 164(2) of the Act.

f) With the respect to the adequacy of the internal financial control over financial reporting of the company and the operating effectiveness of such control, refer to our separate Report in “Annexure B”

g) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:

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

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

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

For: Deepak IP Agarwal & Co.
Chartered Accountants
Firm Reg.No. 021682N

CA. Deepak Agarwal
(Proprietor)
M. NO. 503548

Date: 30/05/2016

Place: New Delhi

“ANNEXURE A” TO THE INDEPENDENT AUDITORS’ REPORT

Referred to in paragraph 1 under the heading of “Report on Other Legal and Regulatory Requirements” of our report of even date to the financial statements of the company for the year ended March 31, 2016

- (i) (a) Physical verification of inventory has been conducted at reasonable intervals by the management;
- (b) The discrepancies noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material.
- (ii) 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 Companies Act. Accordingly, the provisions of clause 3(ii) (a) to (c) of the order are not applicable to the company and hence not commented upon.
- (iii) In our Opinion and according to the information and explanations given to us, the company has complied with the provision of section 185 and 186 of the company act, 2013. In respect of loan, investment, guarantees and security.
- (iv) 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 Companies Act and the Companies (Acceptance of Deposit) rules,2015 with regard to the deposits accepted from the public are not applicable.
- (v) As informed to us, the maintenance of cost records has not been specified by the Central Government under sub section (1) of section 148 of the Act, in respect of the activities carried on by the company.
- (vi) (a) According to the information and explanation 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, wealth 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, 2016 for a period of more than six months from the date on when they become payable.

- (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..
- (vii)** In our opinion and according to the information and explanations given to us, The Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institution or from the government and has not issued any debentures.
- (viii)** Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer including debt instrument and terms loans. Accordingly, the provisions of clause 3 (ix) of the order are not applicable to the company and hence not commented upon..
- (ix)** 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.
- (x)** Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Companies Act.
- (xi)** In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the order are not applicable to the company.
- (xii)** In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards
- (xiii)** Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placements of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the order are not applicable to the company and hence not commented upon

(xiv) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the order are not applicable to the company and hence not commented upon.

**For: Deepak IP Agarwal & Co.
Chartered Accountants
Firm Reg. No. 021682N**

**Date: 30/05/2016
Place: New Delhi**

**CA. Deepak Agarwal
(Proprietor)
M. NO. 503548**

Annexure B” to the Independent Auditor’s Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of **TRIDEV INFRAESTATES LIMITED** as on March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on “the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants

of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgments, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of internal financial control over financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised

acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal

financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For: Deepak IP Agarwal & Co.
Chartered Accountants
Firm Reg. No. 021682N**

**CA. Deepak Agarwal
(Proprietor)
M. NO. 503548**

**Date: 30/05/2016
Place: New Delhi**

Tridev Infraestates Limited(Formerly Ashutosh Paper Mills Ltd)CIN NO. L21012DL1988PLC033812ADDRESS: D-19, ARYA NAGAR APARTMENT 91, I.P EXTENSION, NEW DELHI-110092**Balance Sheet As At 31st March, 2016**

(Amount in ₹)

PARTICULARS	NOTE	31st March, 2016	31st March, 2015
I EQUITY AND LIABILITIES			
(1) Shareholders' Fund			
Share Capital	1	6,52,54,000	6,52,54,000
Reserves and Surplus	2	(1,91,31,027)	(1,91,73,614)
(2) Current Liabilities			
Other Current Liabilities	3	7,81,900	56,48,845
Short-Term Provisions	4	-	10,390
TOTAL		4,69,04,873	5,17,39,621
II ASSETS			
(1) Non-Current Assets			
(a) Other Non-Current Assets	5	-	25,00,000
(b) Investment in Subsidiary Co.	6	55,74,303	35,74,303
(2) Current Assets			
Cash and Cash Equivalents	7	92,94,958	1,14,86,141
Short-Term Loans and Advances	8	3,18,92,322	3,41,79,177
Other current assets	9	1,43,290	
TOTAL		4,69,04,873	5,17,39,620

Significant Accounting Policies and other note**Forming part of the financial statements**

14

(Notes 1 to 14 referred to above form an integral part of the Financial statements)

In term of our report of even date annexed hereto:

FOR :Deepak IP Agarwal & CO.**Chartered Accountants****Firm Reg. No. 021682N**

For and on behalf of the Board

Tridev Infraestates Limited**Sunil Kumar Agarwal**

(Managing Director)

DIN No. 00033287

Vinod Kumar Jain

(Director)

DIN No. 01943778

CA. Deepak Agarwal

(Proprietor)

M.No. 503548

Place: New Delhi

Date: 30-05-2016

Tridev Infraestates Limited

(Formely Ashutosh Paper Mills Ltd)

CIN NO. L21012DL1988PLC033812

ADDRESS: D-19, ARYA NAGAR APARTMENT 91, I.P EXTENSION, NEW DELHI-110092

Statement of Profit & Loss For The Year Ended 31st March, 2016

(Amount in ₹)

PARTICULARS	NOTE	31st March, 2016	31st March, 2015
I. Revenue from Operations:			
Sales of Products & Services	10	35,48,200	3,27,82,177
Other Income	11	15,24,606	
II Total Revenue		50,72,806	3,27,82,177
III Expenses:			
Purchase of Stock in Trade		40,62,100	3,25,33,845
Employee Benefits Expenses	12	1,52,856	-
Administrative & Other Expenses	13	8,09,722	2,12,862
IV Total Expenses		50,24,678	3,27,46,707
V Profit Before Tax (II - IV)		48,128	35,470
VI Tax Expenses:			
(1) Current Year		9,171	
(2) Previous Year		(3,630)	
VII Profit / (Loss) after Tax for the period from Continuing Operations		42,587	35,470
VIII Profit / (Loss) for the Period transferred to Reserve & Surplus		42,587	35,470
IX Earning per Equity Share:			
(1) Basic		0.01	0.010
(2) Diluted		0.01	0.010

Significant Accounting Policies and other note Forming part of the financial statements

14

(Notes 1 to 14 referred to above form an integral part of the Financial statements)

In term of our report of even date annexed hereto:

FOR :Deepak IP Agarwal & CO.**Chartered Accountants****Firm Reg. No. 021682N**

For and on behalf of the Board

Tridev Infraestates Limited**Sunil Kumar Agarwal**

(Managing Director)

DIN No. 00033287

Vinod Kumar Jain

(Director)

DIN No. 01943778

CA. Deepak Agarwal

(Proprietor)

M.No. 503548

Place: New Delhi

Date: 30-05-2016

Tridev Infraestates Limited

Notes forming part of Balance sheet and Statement of Profit & Loss

NOTE	Particulars	31st March, 2016	31st March, 2015
1	<u>SHARE CAPITAL</u>		
(a)	Authorised 8000000 Equity Shares of Rs. 10/- Each	8,00,00,000	8,00,00,000
	Total	8,00,00,000	8,00,00,000
(b)	Issued, Subscribed & Paid Up 6525400 Equity Shares of Rs. 10/- Each Fully paid up	6,52,54,000	6,52,54,000
	Total	6,52,54,000	6,52,54,000
(c)	Shares in the Company held by each Shareholder holding more than 5% Shares are as under:		
		As at 31st March 2016	
		As at 31st March 2015	
	Name of the Shareholder	No. of Shares Held	% of Holding
		No. of Shares Held	% of Holding
	ATUL KUMAR AGARWAL	4,39,000	6.73
	SUNIL KUMAR AGARWAL	3,33,170	5.11
	VENUS INSEC PRIVATE LIMITED	4,31,100	6.61
	SURYA MEDITECH LIMITED	6,59,325	10.10
	N D FINANCIAL SERVICES PRIVATE LTD.	5,27,362	8.08
	SHRIDHAR FINANCIAL SERVICES LTD.	4,23,541	6.49
2	<u>RESERVE & SURPLUS</u>		
	General Reserve		
	Add : Opening Balance of Profit & Loss A/C	(1,91,73,614)	(1,92,09,084)
	Current Year's Profit & Loss A/C	42,587	35,470
	Total	(1,91,31,027)	(1,91,73,614)
3	<u>OTHER CURRENT LIABILITIES</u>		
	Sundry Creditors	5,13,900	24,75,000
	Other Outstanding Liabilities	2,50,000	31,58,845
	Audit Fee Payable	18,000	15,000
	Total	7,81,900	56,48,845
4	<u>SHORT-TERM PROVISIONS</u>		
	For Income Tax		10,390
	Total	-	10,390
5	<u>OTHER NON-CURRENT ASSETS</u>		
	Investment in Equity Shares	-	25,00,000
	Total	-	25,00,000
6	<u>Non-Current INVESTMENT</u>		
	Equity Instrument		
	Other than Trade- Unquoted	10,74,303	10,74,303
	Investment in equity share of subsidiary company		
	100000 Eq. Shares of JBD Tradecom Ltd. of ₹10/- fully paid up	10,00,000	-
	100000 Eq. Shares of Credence Nirman Ltd. of ₹10/- fully paid up	10,00,000	-
	250000 Eq. Shares of Aglow Steels Ltd. of ₹10/- fully paid up	25,00,000	25,00,000
	Total	55,74,303	35,74,303

7	<u>CASH & CASH EQUIVALENTS</u>		
	(A) Cash in Hand	2,01,826	6,16,217
	(B) Balances with Scheduled Banks		
	(i) In Current Accounts	90,93,132	1,08,69,924
	Total	92,94,958	1,14,86,141
8	<u>SHORT-TERM LOANS & ADVANCES</u>		
	(Unsecured, Considered Good)		
	Advances Recoverable in Cash or in Kind or Value to be Received	3,18,92,322	3,41,79,177
	Total	3,18,92,322	3,41,79,177
9	<u>Other Current Assets</u>		
	Deposit With Revenue Authorities (Net of Provision)	1,43,290	
		1,43,290	
10	<u>SALES OF PRODUCTS & SERVICES</u>		
	Domestic Sales		
	Sales Domestic	35,48,200	3,27,82,177
	Total	35,48,200	3,27,82,177
11	<u>Other income income</u>		
	Interest	15,24,606	
		15,24,606	
12	<u>EMPLOYEES BENEFITS EXPENSES</u>		
	Salaries to Staff	1,20,000	-
	Staff & Labour Welfare Expenses	32,856	-
	Total	1,52,856	-
13	<u>ADMINISTRATIVE & OTHER EXPENSES</u>		
	Advertisement Expenses	27,535	18,766
	Remuneration Auditors:	-	
	As Audit Fee	18,000	15,000
	Share Transfer, Custodian Fee & Other	-	-
	Travelling & Conveyance Expenses	35,900	-
	General Expenditure	42,630	11,213
	Legal & Professional	42,800	-
	Director Remuneration	2,50,000	-
	Printing & Stationary	16,980	-
	Bse fee	2,04,720	
	Nsdl Exp.	57,226	
	Telephone exp.	48,665	-
	Bank Charges	266	1,664
	AGM Expenses	65,000	1,32,672
	Secretarial Expenses	-	33,547
	Total	8,09,722	2,12,862

TRIDEV INFRAESTATES LIMITED

Formely Ashutosh Paper Mills Ltd

CIN NO. L21012DL1988PLC033812

ADDRESS: D-19, ARYA NAGAR APARTMENT 91, I.P EXTENSION, NEW DELHI-110092

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31.03.2016

(Amount in ₹)

PARTICULARS	Year Ended March31,2016	Year Ended March31,2015
(A) CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before taxation, and extraordinary items	48,128	35,470
Adjustment for:		
Preliminary Expenses Written off	-	-
Operating Profit Before Working Capital Changes	48,128	35,470
Adjustment for :		
Increase/(Decrease) in Sundry Creditors, Others Liabilities & Provisions	(48,66,945)	37,31,352
(Increase)/Decrease in Short Term Loan & Advances	22,86,855	1,03,89,126
(Increase)/Decrease in Other Assets	(1,52,461)	(25,00,000)
Cash Generated from Operations	(26,84,423)	1,16,55,948
Direct Taxes	6,760	-
Net Cash From Operating Activities (A)	(26,91,183)	1,16,55,948
(B).CASH FLOW FROM INVESTING ACTIVITIES:		
Investment in subsidiary Company	5,00,000	(5,74,303)
Net Cash used in Investing Activities (B)	5,00,000	(5,74,303)
(C).CASH FLOW FROM FINANCING ACTIVITIES		
Loan Taken	-	-
Net Cash used in Financing Activities (C)	-	-
Net Increase/(Decrease) in cash and cash equivalents (A+B+C)	(21,91,183)	1,10,81,646
Cash & Cash Equivalents as at beginning of the year	1,14,86,141	4,04,496
Cash & Cash Equivalents as at Closing of the year	92,94,958	1,14,86,141

For and on behalf of the Board
Tridev Infraestates Limited

In terms of our seprate report even date attached
FOR : Deepak IP Agarwal & Co.
Chartered Accountants
Firm Reg. No. 021682N

Sunil Kumar Agarwal
(Managing Director)
DIN No. 00033287

Vinod Kumar Jain
(Director)
DIN No. 01943778

CA. Deepak Agarwal
(Proprietor)
M.No. 503548

Place: New Delhi
Date: 30-05-2016

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

NOTE: 14**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016****1. SIGNIFICANT ACCOUNTING POLICIES****i) Basis of Accounting:**

The financial statements are prepared under the historical cost convention in accordance with the generally accepted accounting principles in India and the provisions of the Companies Act, 2013.

ii) Use of Estimates:

The preparation of financial statements requires estimates and assumptions to be made based on the current working that affect the reported amount of assets and liabilities (including contingent liabilities) on the date of financial statements and the reported amount of revenues and expenses for the reporting period. Difference between the actual and the estimates, if any, are accounted for in the period in which such differences are known/materialized.

iii) Investments:

Investments wherever readily realizable and intended to be held not more than one year from the date of such investments are made, are qualified as current investments. Current investments are carried at lower of cost and quoted/fair value, computed category-wise.

iv) Inventories:

Items of inventories such as raw materials and Stock-in-Trade, Finished Goods are measured at lower of cost or net realizable value after providing for obsolescence if any. Work-in-progress is valued at estimated cost and stocks & spare parts, dyes & chemicals, packing materials etc. are valued at cost.

Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads incurred in bringing them in their present condition. Cost of raw materials, stock in process, stock in trade and finished goods are determined on average cost basis.

v) Revenue Recognition:

Revenue is recognized only when it can be definitely measured and it is reasonable to expect final collection. Revenue from operations includes sale of goods after adjustment of discounts (net) and return of goods. Dividend income is recognized on actual receipt basis. Interest income is recognized on time proportion basis taking into account the amount outstanding and rate applicable.

vi) Related Party Disclosure:

In accordance with the requirements of Accounting Standards (AS) – 18 on Related Party Disclosures, the names of the related parties where control exists and/or with whom transactions have taken place during the year and descriptions of relationships, as identified and certified by the management, are:

I. Key Management Personnel

➤	SUNIL KUMAR AGARWAL	(Managing Director)
➤	SANTOSH KUMAR YADAV	(Director)
➤	VINOD KUMAR JAIN	(Director)
➤	AMIT AGGARWAL	(Director)
➤	PAYAL AGARWAL	(Director)

II. As informed by the management there was no related party transactions made during the year.

vii) EARNING PER SHARE:

Basic earnings per share is calculated by dividing the net Profit for the year attributable to equity shareholders (after deducting the dividend on redeemable preference share) by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is calculated by dividing the net profit attributable to equity shareholders (after deducting the dividend on redeemable preference share) by weighted average number of equity shares outstanding during the year after adjusting for the effects of dilutive options.

	<u>2015-16</u>	<u>2014-15</u>
NET PROFIT/ (LOSS) FOR THE YEAR	42,587	35,470/-
EPS	0.01	0.01

viii) Events occurring after Balance Sheet Date:

Events occurring after the balance sheet date have been considered in the preparation of financial statements.

ix) Contingent Liabilities:

Unprovided liabilities of contingent nature are disclosed in the accounts by way of notes giving nature and quantum of such liabilities.

x) PAYMENT TO AUDITORS

	<u>2015-16</u>	<u>2014-15</u>
1) As auditor	18,000/-	15,000/-

xi) Foreign Exchange Transactions

1. Expenditure in Foreign Currency	NIL	NIL
2. Remittance in Foreign Currency	NIL	NIL
3. Earning in Foreign Currency	NIL	NIL

xii) Due to small scale Industries an amount exceeding Rs.1 Lac outstanding

for more than 30 Days:	NIL	NIL
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xiii) The company is not a manufacturing company so particulars for licensed capacity are not given.

xiv) The additional Information pursuant to revised Schedule II to the Companies Act, 2013 are either Nil or Not Applicable.

For: Deepak IP Agarawl & Co.
Chartered Accountants
Firm Reg. No. 021682N

Sunil Kumar Agarwal
Managing Director
DIN: 00033287

Vinod Kumar Jain
Director
DIN: 01943778

CA. Deepak Agarwal
(Proprietor)
M. NO. 503548

PLACE: NEW DELHI
DATE : 30.05.2016

AUDITORS' REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

INDEPENDENT AUDITORS' REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS TO THE MEMBERS OF TRIDEV INFRAESTATES LIMITED

Report on the Consolidated Financial Statements

We have audited the accompanying Financial Statement of Tridev Infraestates Limited (herein referred to as "the Holding Company") and its subsidiaries, Aglow Steels Limited, Credence Nirman Ltd. and JBD Tradecom Ltd. (the holding Company and its subsidiaries together referred to as "the Group"), comprising of the Consolidated Balance sheet as at 31stMarch, 2016, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement For the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statement").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these Consolidated Financial Statements In terms of the requirement of the Companies Act, 2013 that give a true and fair view of the Consolidated Financial Position, Consolidated Cash Flows of the Group, in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014.

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the Group and for Preventing and detecting of fraud and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 statement that give a true and a fair view and are free from material misstatement, whether due to fraud and error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

Auditor's responsibility

Our responsibility is to express an opinion on the Consolidated Financial Statements based on our audit. While conducting the audit, we have into account the provision of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provision of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Audited 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 Consolidated Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amount and the disclosures in the Consolidated Financial Statement. The procedures selected depend on the auditor's judgment, including the assessment of the risk of material misstatement of the Consolidated Financial Statements, whether due to fraud or error. In making those risk assessments, the auditor consider internal financial control relevant to Holding Company's preparation Consolidated Financial Statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also include evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by Holding Company's Board Of Directors as well as evaluating the overall presentation of the Consolidated Financial Statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditor's in terms of their reports referred in "Other Matters" paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Financial Statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the group as at 31st March, 2016, and their consolidated profit and their consolidated cash flow for the year ended on that date.

Other Matters

We did not audit the financial statements / Financial information of all the above referred subsidiaries forming part of the group, whose financial statement / financial information reflect total assets of Rs. 531.44 Lakhs as at 31 March, 2016, total revenues of Rs. 50.83Lakhand net cash flow amounting to Rs. (21.16) Lakhs for the year ended on that date, as considered in consolidated financial statements. The Consolidated Financial Statements also include the group shares of net profit of Rs. 0.074 Lakhs for the year ended 31 March, 2016, as considered in consolidated financial statements, in respect of above referred two subsidiaries, whose financial statements / financial information have not been

audited by us . These financial statements / financial information have been audited by other auditors whose report have been furnished to us by the Management and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub section (3) and (11) of section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our “Report on Other Legal and Regulatory Requirements” below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements / financial information certified by the management.

Report on other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, we report, to the extent applicable, that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with therelevant books of account maintained for the purpose of preparation of the Consolidated Financial statements.
 - d) In our opinion, the aforesaid Consolidated the 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 written representations received from the directors of the Holding Company as on 31 March, 2016 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the group, which are companies incorporated in India, is disqualified as on 31stMarch, 2016, from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With the respect to the adequacy of the internal financial control over financial reporting of the Group, which are companies incorporated in India the operating effectiveness of such control, refer to our separate Report in “Annexure-A” and

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

i) The Group did not have any long-term contracts, including derivative contracts, for which there were any material foreseeable losses and;

ii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by holding company and its subsidiary companies incorporated in India.

For: Deepak IP Agarwal & Co.
Chartered Accountants
Firm Reg. No. 021682N

CA. Deepak Agarwal
(Proprietor)
M. NO. 503548

Date: 30/05/2016

Place: New Delhi

"Annexure-A" to the Independent Auditor's Report on the Consolidated Financial Statements.

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013.

In conjunction with our audit of the Consolidated Financial Statements of the Tridev Infraestates Limited and its Subsidiaries as of and for the year ended 31 March 2016, we have audited the internal financial controls over financial reporting of Holding Company, its Indian subsidiaries, Aglow Steels Limited, Credence Nirman Ltd. and JBD Tradecom Ltd. (the Holding Company and its Indian subsidiaries are together referred to as "Indian Enterprise") of that date.

Management's Responsibility for Internal Financial Controls

The Respective Board of Directors of the Indian Enterprises, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Indian Enterprises considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design,

implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Indian Enterprise's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Indian Enterprises internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by other auditors in terms of their reports referred to in the "Other Matters" paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Indian Enterprises' internal financial controls system over financial reporting.

Meaning of internal financial control over financial Reporting

The Indian Enterprises' internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. The Indian Enterprises internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Indian Enterprises; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Indian Enterprises are being made only in accordance with authorizations of management and directors of the Indian Enterprise's; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Indian Enterprise's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Indian Enterprise's, have in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Indian Enterprise considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to two subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

For: Deepak IP Agarwal & Co.
Chartered Accountants
Firm Reg. No. 021682N

CA. Deepak Agarwal
(Proprietor)
M. NO. 503548

Date: 30/05/2016

Place: New Delhi

TRIDEV INFRAESTATES LIMITED**CIN NO. L21012DL1988PLC033812****ADDRESS: D-19, ARYA NAGAR APARTMENT 91, I.P EXTENSION, NEW DELHI-110092****CONSOLIDATED BALANCE SHEET****AS AT 31ST MARCH 2016****(Amount in ₹)**

PARTICULARS	NOTE	31st March, 2016	31st March, 2015
I EQUITY AND LIABILITIES			
(1) Shareholders' Fund			
Share Capital	1	6,52,54,000	6,52,54,000
Reserves and Surplus	2	(1,92,10,986)	(1,92,18,467)
(2) Non-Current Liabilities			
Loan		63,10,000	31,58,845
(3) Current Liabilities			
Other Current Liabilities	3	7,91,900	3,15,90,000
Short-Term Provisions	4	-	10,390
TOTAL		5,31,44,914	8,07,94,768
II ASSETS			
(1) Non-Current Assets			
(a) Other Non-Current Assets	5	25,86,839	3,16,51,839
(2) Current Assets			
Cash and Cash Equivalents	6	1,28,47,463	1,49,63,752
Short-Term Loans and Advances	7	3,75,67,322	3,41,79,177
Other current assets		1,43,290	
TOTAL		5,31,44,914	

NOTES ON ACCOUNTS

11

(Notes 1 to 11 referred to above form an integral part of the Balance Sheet & Profit & Loss A/C)

For and on behalf of the Board

FOR: Deepak IP Agarwal

Chartered Accountants

Firm Reg. No. 021682N

Sunil Kumar Agarwal

Managing Director

DIN No. 00033287

Vinod Kr Jain

Director

DIN No. 01943778

CA. Deepak Agarwal

(Partner)

M.No. 503548

Place: New Delhi

Date: 30.05.2016

TRIDEV INFRAESTATES LIMITED

(formerly Ashutosh Paper Mills Ltd)

CIN NO. L21012DL1988PLC033812**ADDRESS: D-19, ARYA NAGAR APARTMENT 91, I.P EXTENSION, NEW DELHI-110092****CONSOLIDATED PROFIT & LOSS
FOR THE YEAR ENDED 31ST MARCH,2016**

(Amount in ₹)

PARTICULARS	NOTE	31st March, 2016	31st March, 2015
I. Revenue from Operations:			
Sales of Products & Services	8	35,48,200	3,27,82,177
Other income		15,34,846	9,800
II Total Revenue		50,83,046	3,27,91,977
III Expenses:			
Purchase of Stock in Trade		40,62,100	3,25,33,845
Employee Benefits Expenses	9	1,52,856	-
Administrative & Other Expenses	10	8,55,068	2,67,515
IV Total Expenses		50,70,024	3,28,01,360
V Profit Before Tax (II - IV)		13,022	(9,383)
VI Tax Expenses:			
(1) Current Year Tax		9,171	-
(2) Deferred Tax Adjustment		(3,630)	-
VII Profit / (Loss) after Tax for the period from Continuing Operations		7,481	(9,383)
VIII Profit / (Loss) for the Period transferred to Reserve & Surplus		7,481	(9,383)
IX Earning per Equity Share:			
(1) Basic		0.001	(0.001)
(2) Diluted		0.001	(0.001)

NOTES ON ACCOUNTS

11

(Notes 1 to 11 referred to above form an integral part of the Balance Sheet & Profit & Loss A/c.)

In terms of our separate report of even date attached

FOR: Deepak IP Agarwal & Co.**Chartered Accountants****Firm Reg. No. 021682N**

For and on behalf of the Board

Sunil Kumar Agarwal

Managing Director

DIN No. 00033287

Vinod Kr Jain

Director

DIN No. 01943778

CA. Deepak Agarwal**(Partner)****M.No. 503548**

Place: New Delhi

Date: 30.05.2016

TRIDEV INFRAESTATES LIMITED

(formerly Ashutosh Paper Mills Ltd)

Notes Forming Part of Consolidated Balance Sheet and Statement of Profit & Loss

		(Amount in ₹)			
NOTE	Particulars	31st March, 2016	31st March, 2015		
1	<u>SHARE CAPITAL</u>				
(a)	Authorised 8000000 Equity Shares of Rs. 10/- Each	8,00,00,000	8,00,00,000		
	Total	8,00,00,000	8,00,00,000		
(b)	Issued, Subscribed & Paid Up 6525400 Equity Shares of Rs. 10/- Each Fully paid up	6,52,54,000	6,52,54,000		
	Total	6,52,54,000	6,52,54,000		
(c)	Shares in the Company held by each Shareholder holding more than 5% Shares are as under:				
	Name of the Shareholder	As at 31st March 2016		As at 31st March 2015	
		No. of Shares Held	% of Holding	No. of Shares Held	% of Holding
	Atul kumar agarwal	4,39,000	6.73	4,39,000	6.73
	Sunil Kumar Agarwal	3,33,170	5.11	3,33,170	5.11
	VENUS INSEC PRIVATE LIMITED	4,31,100	6.61	9,29,300	14.24
	SURYA MEDITECH LIMITED	6,59,325	10.10	6,59,325	10.10
	N D FINANCIAL SERVICES PRIVATE LTD.	5,27,362	8.08	5,27,362	8.08
	SHRIDHAR FINANCIAL SERVICES LTD.	4,23,021	6.48	4,23,021	6.48
2	<u>RESERVE & SURPLUS</u>				
	General Reserve				
	Add : Opening Balance of Profit & Loss A/C	(1,92,18,467)		(1,92,09,084)	
	Current Year's Profit & Loss A/C	7,481		35,470	
		(1,92,10,986)		(1,91,73,614)	
	Loss of Subsidiary Aglow Steels Limited			(44,853)	
	Total	(1,92,10,986)		(1,92,18,467)	
3	<u>OTHER CURRENT LIABILITIES</u>				
	Sundry Creditors	5,13,900		24,75,000	
	Other Outstanding Liabilities	2,50,000		2,91,00,000	
	Audit Fee Payable	28,000		15,000	
		7,91,900		15,000	
4	<u>SHORT-TERM PROVISIONS</u>				
	For Income Tax			10,390	
	Total	-		10,390	
5	<u>OTHER NON-CURRENT ASSETS</u>				
	Loan to Shri Haridas Securities			18,10,000	
	Loan to Vertex Drugs Pvt. Ltd.			2,50,00,000	
	Investment in Equity Shares	15,12,536		12,67,536	
	Investment in Unquoted Instrument	10,74,303		10,74,303	
	Trade Receivables			25,00,000	
	Total	25,86,839		3,16,51,839	

6	<u>CASH & CASH EQUIVALENTS</u>		
	(A) Cash in Hand	8,34,486	6,22,122
	(B) Balances with Scheduled Banks		
	(i) In Current Accounts	1,20,12,977	1,43,41,630
	Total	1,28,47,463	1,49,63,752
7	<u>SHORT-TERM LOANS & ADVANCES</u>		
	(Unsecured, Considered Good)		
	Advances Recoverable in Cash or in Kind or Value to be Received	3,75,67,322	3,41,79,177
	Total	3,75,67,322	3,41,79,177
8	<u>SALES OF PRODUCTS & SERVICES</u>		
	Domestic Sales		
	Sales Domestic	35,48,200	3,27,82,177
	Total	35,48,200	3,27,82,177
9	<u>EMPLOYEES BENEFITS EXPENSES</u>		
	Salaries to Staff	1,20,000	
	Staff & Labour Welfare Expenses	32,856	
	Total	1,52,856	
10	<u>ADMINISTRATIVE & OTHER EXPENSES</u>		
	Advertisement Expenses	27,535	18,766
	Remuneration Auditors:		
	As Audit Fee	33,000	20,000
	Travelling & Conveyance Expenses	44,990	-
	General Expenditure	42,630	1,250
	Telephone Expenses	48,665	11,213
	Printing & Stationary	26,170	46,000
	Director Remuneration	2,50,000	-
	Nsdl Exp.	57,226	1,645
	Bse fee	2,04,720	-
	Legal & Professional Charges	47,300	-
	Bank Charges	7,832	2,422
	AGM Expenses	65,000	1,32,672
	Secretarial Expenses		33,547
	Total	8,55,068	2,67,515

TRIDEV INFRAESTATES LIMITED**CIN NO. L21012DL1988PLC033812****ADDRESS: D-19, ARYA NAGAR APARTMENT 91, I.P EXTENSION, NEW DELHI-110092****CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31.03.2016**

PARTICULARS	Year Ended March31,2016	Year Ended March31,2015
(A).CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before taxation, and extraordinary items	13,022	(9,383)
Adjustment for:		
Preliminary Expenses Written off		-
Operating Profit Before Working Capital Changes	13,022	(9,383)
Adjustment for :		
Increase/(Decrease) in Sundry Creditors, Others Liabilities & Provisions	(3,07,98,100)	3,15,46,810
(Increase)/Decrease in Short Term Loan & Advances	(33,88,145)	1,03,89,126
(Increase)/Decrease in Other Assets	(1,52,461)	(3,15,13,839)
Cash Generated from Operations	(3,43,25,684)	1,04,12,714
Direct Taxes	6,760	-
Net Cash From Operating Activities (A)	(3,43,32,444)	1,04,12,714
(B).CASH FLOW FROM INVESTING ACTIVITIES:		
Investment	2,90,65,000	-
Net Cash used in Investing Activities (B)	2,90,65,000	-
(C).CASH FLOW FROM FINANCING ACTIVITIES		
Loan Taken	31,51,155	12,84,542
Net Cash used in Financing Activities (C)	31,51,155	12,84,542
Net Increase/(Decrease) in cash and cash equivalents (A+B+C)	(21,16,289)	1,16,97,256
Cash & Cash Equivalents as at beginning of the yr.	1,49,63,752	32,66,496
Cash & Cash Equivalents as at Closing of the yr.	1,28,47,463	1,49,63,752

In terms of our separate report even date attached

For and on behalf of the Board

FOR: Deepak IP Agarwal
Chartered Accountants
Firm Reg. No. 021682N
Sunil Kumar Agarwal

Managing Director

DIN No. 00033287

Vinod Kr Jain

Director

DIN No. 01943778

CA. Depak Agarwal**(Partner)****M.No. 503548**

Place: New Delhi

Date: 30.05.2016

TRIDEV INFRAESTATES LIMITED**(Formerly Ashutosh Paper Mills Ltd)****NOTES-18****NOTE TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016****1. SIGNIFICANT ACCOUNTING POLICIES****i) Basis of Accounting:**

The financial statements are prepared under the historical cost convention in accordance with the generally accepted accounting principles in India and the provisions of the Companies Act, 2013.

ii) Use of Estimates:

The preparation of financial statements requires estimates and assumptions to be made based on the current working that affect the reported amount of assets and liabilities (including contingent liabilities) on the date of financial statements and the reported amount of revenues and expenses for the reporting period. Difference between the actual and the estimates, if any, are accounted for in the period in which such differences are known/materialized.

iii) Investments:

Investments wherever readily realizable and intended to be held not more than one year from the date of such investments are made, are qualified as current investments. Current investments are carried at lower of cost and quoted/fair value, computed category-wise.

Long-term investments are stated at cost. Provision for diminution in the value of long-term investments is made only if such a decline is other than temporary.

iv) Revenue Recognition:

Revenue is recognized only when it can be definitely measured and it is reasonable to expect final collection. Revenue from operations includes sale of goods after adjustment of discounts (net) and return of goods.

v) Provisions and Contingencies

The company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that probably will not require an outflow of resources or where a reliable estimate of the obligation can not be made.

vi) Retirement Benefits

There is no amount of gratuity liability or leave encashment or any other retirement benefits for which the company may be made liable to pay. Hence no provision for the same has been made as on the date of Balance sheet.

vii) Cash Flow Statement:

The Statement Has been prepared under indirect method except in case of dividends, sale/purchase of investments and taxes which have been considered on the basis of actual movement of case, with corresponding adjustment in assets and liabilities as set out in the Accounting Standard- 3 issued by ICAI.

Cash and cash equivalents represent cash and bank balances only

viii) Segment Reporting

The Companies core activity is to investment, sale/purchases of Shares. This is the only business segment as per Accounting Standard-17 issued by the Institute of Chartered Accountants of India.

ix) Contingent Liabilities

As certified by the management there is no Contingent liability as on 31/03/2016.

x) Related Party Disclosure:

In accordance with the requirements of Accounting Standards (AS) – 18 on Related Party Disclosures, the names of the related parties where control exists and/or with whom transactions have taken place during the year and descriptions of relationships, as identified and certified by the management, are:

I. Key Management Personnel

- Mr. Sunil Kumar Agarwal
- Mr. Santosh Kumar Yadav
- Mr. Vinod Kr Jain
- Mr. Amit Agarwal

II. Subsidiaries:

- Aglow Steels Limited
- JBD Tradecom Limited
- Credence Nirman Limited

xi) Earnings in Foreign Currency

	Year ended March 31, 2016	Year ended March31, 2015
Sale of Shares	Nil	Nil
Dividend and Interest	Nil	Nil
Other Income	Nil	Nil

xii) Expenditure in Foreign Currency

	Year ended March 31, 2016	Year ended March 31, 2015
Travelling Expenses	Nil	Nil
Others	Nil	Nil

xiii) Payment to Auditors

As Statutory Audit Fee	33000/-	15000/-
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xiv) Previous year's figures have been regrouped, rearranged and restated wherever considered necessary to make them comparable with the current year's figures.

xv) In the opinion of the Board of Directors and to the best of their knowledge and belief the realizable value of Current Assets, Loans and Advances in ordinary course of business is not less than the value stated in the Balance Sheet.

xvi) Earnings Per Share (EPS)

Profit computation for both Basic and Diluted earnings per share of ` 10/- each.

Net Profit/ (Loss) as per P&L Account	7,481/-	35,470/-
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Available to shareholders

Weighted average No. of Equity Shares	6525400	6525400
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Earnings per Share (Basic & Diluted)	0.001	0.005
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xvii) Due to Small Scale Undertakings exceeding ` 1.00 lakh overdue for more than 30 days – Nil.

xviii) The additional Information pursuant to Schedule III to the Companies Act, 2013 are either Nil or Not Applicable.

**For: Deepak IP Agarwal & Co.
Chartered Accountants
Firm Reg. No. 021682N**

**Sunil Kumar Agarwal
Managing Director
DIN: 00033287**

**Vinod Kumar Jain
Director
DIN: 01943778**

**CA. Deepak Agarwal
(Proprietor)
M. NO. 503548**

**PLACE: NEW DELHI
DATE : 30.05.2016**