

R P S TOWER PVT LTD

CIN NO : U70101WB2005PTC106700

Regd. Office : 99A, PARK STREET, 5TH FLOOR

KOLKATA-700016

Email : info@archgroup.co.in

Contact : 033 40326118

DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2014-2015

To,
The Members,

Your directors have pleasure in presenting their Annual Report on the business and operations of the company together with the Audited Statement of Accounts for the year ended 31st March, 2016.

Financial Highlights

During the year under review, performance of your company as under:

	For The Year Ended	For The Year Ended
	31st March, 2016	31st March, 2015
Profit/(loss) for the Year	(28,597)	(6,596)
Provi ion for Taxation:		
Current Tax	-	-
Deffered Tax	-	-
Profit/(loss) after Tax	(28,597)	(6,596)
Balance Brought forward from last Year	(52,45,448)	(52,38,853)
Balance carried forward to Balance Sheet	(52,74,045)	(52,45,448)

Dividend

Your Directors regret to recommend declaration of any dividend for the year in view of loss during the year.

Amounts Transferred to Reserves

Due to loss during the year, the Company does not recommend transfer of any amount to reserves.

State of Company's Affairs and Future Outlook

The performance of the Company depends upon a host of factors. Although the Company is continuously trying to overcome various market risks and other external factors involved in its progress, the performance of the Company has gone down as compared to last year thereby resulting in incurring loss during the year.

Material Changes Affecting the Financial Position of the Company

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

Details of significant & material orders passed by the regulators or courts or tribunals.

No significant & material order has been passed by any regulator or court or tribunal against the Company.

Details of Subsidiary, Joint Venture or Associates

The Company does not have any Subsidiary, Joint Venture and Associate Company.

Statutory Auditors

M/s. DAMLE DHANDHANIA & CO, Chartered Accountants, have been appointed as statutory auditors of the Company at the last Annual General Meeting held on 30/09/2014 for a period of five years subject to ratification by members at every consequent Annual General Meeting. Therefore, ratification of appointment of Statutory Auditors is being sought from the members of the Company at the ensuing AGM.

Auditors Report

The observation made in the Auditor's Report read together with relevant notes thereon are self-explanatory and hence, do not call for any further comments under Section 134 of the Companies Act, 2013.

Share Capital

The paid up Equity Share Capital as on March 31, 2016 was Rs.1,50,100. During the year under review the Company has not issued any shares or any convertible instruments.

Extract of Annual Return

The extract of Annual Return, in format MGT 9, for the Financial Year 2015-16 has been enclosed with this report.

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

The provision of Section 134(m) of the Companies Act, 2013 do not apply to our Company. There was no foreign inflow or outflow during the year under review.

Corporate Social Responsibility (CSR) Policy

The provisions of Section 135 of the Companies Act, 2013 related to Corporate Social Responsibility is not applicable to the Company.

Directors

Mr. Romit R Shamsukha & Mr. Sunil Kumar Giria were appointed as Directors on 12/05/2011 and 16/12/2005, respectively.

Number of Board Meetings

During the year, five Board Meetings were duly convened and held and the intervening gap between any two meetings was within the period prescribed under the Companies Act, 2013.

Particulars of Loan, Guarantees and Investments under Section 186

The details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

Related Parties Transactions

All contracts/arrangements/transactions entered by the Company during the financial year with the related parties were in the ordinary course of business and on an arm's length basis. During the year, the Company had not entered into any contract/arrangement/transaction with related parties which is considered material in accordance with the policy of the Company on materiality of related party transactions.

The Directors draw attention to the financial statement which sets out related party disclosures.

Risk Management Policy

Your company recognizes the importance of risk management, and has invested in people, process and technologies to effectively mitigate the above risks.

Directors Responsibility Statement

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

- a) in the preparation of the annual accounts for the financial year ended 31st March, 2016, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2016 and of the loss of the Company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis;
- e) that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.

- f) 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.

Acknowledgment

The Directors express their sincere appreciation to the valued shareholders, bankers and clients and others associated with the Company for their support.

For and on behalf of the Board of Directors

✓ *Romit R Shamsukha*

ROMIT R SHAMSUKHA

DIN: 01665037

Place : Kolkata

Date : 24th Day of September, 2016

Sunil Kumar Giria

SUNIL KUMAR GIRIA

DIN: 01745006

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
as on financial year ended on 31.03.2016
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I REGISTRATION & OTHER DETAILS:

i	CIN	U70101WB2005PTC106700
ii	Registration Date	16.12.2005
iii	Name of the Company	R P S TOWER PVT LTD
iv	Category/Sub-category of the Company	Pvt Ltd Company
v	Address of the Registered office & contact details	99A Park Street, 5th Floor , Kolkata-700016 Tel No: 033-40326118
vi	Whether listed company	No
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	N.A

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

SL No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	N.A	N.A	N.A
2			
3			
4			

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

Sl No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	N.A	N.A	N.A	N.A	N.A
2					
3					

SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
A. Promoters										
(1) Indian	-	-	-	-	-	-	-	-	-	-
a) Individual/HUF	-	-	-	-	-	-	-	-	-	-
b) Central Govt. or State Govt.	-	-	-	-	-	-	-	-	-	-
c) Bodies Corporates	-	-	-	-	-	-	-	-	-	-
d) Bank/FI	-	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-	-
SUB TOTAL (A) (1)	-	-	-	-	-	-	-	-	-	-
(2) Foreign	-	-	-	-	-	-	-	-	-	-
a) NRI- Individuals	-	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-	-
e) Any other...	-	-	-	-	-	-	-	-	-	-
SUB TOTAL (A) (2)	-	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	-	-	-	-	-	-	-	-	-	-
B. PUBLIC SHAREHOLDING										
(1) Institutions										
a) Mutual Funds	-	-	-	-	-	-	-	-	-	-
b) Banks/FI	-	-	-	-	-	-	-	-	-	-
c) Central govt	-	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-	-
g) FIIS	-	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-	-
i) Others	-	5,000.00	5,000.00	33%	-	-	-	-	-	-
SUB TOTAL (B)(1):	-	-	-	-	-	-	-	-	-	-
(2) Non Institutions										
a) Bodies corporates										
i) Indian	-	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-	-
b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	-	10,010	10,010	67%	-	10,000	10,000	100%	-	-
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1	-	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-	-
SUB TOTAL (B)(2):	-	10,010	10,010	67%	-	10,000	10,000	100%	-	-
Total Public Shareholding (B)= (B)(1)+(B)(2)	-	10,010	15,010	100%	-	10,000	10,000	100%	-	-
C. Shares held by Custodian for GDRs & ADRs										
Grand Total (A+B+C)	-	10,000	10,000	100%	-	10,000	10,000	100%	-	-

(ii) SHAREHOLDING OF PROMOTERS

Sl.No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)

No Change in Promoters Holding

Sl. No.		Shareholding at the beginning of the Year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	-	-	-	-
	Date wise increase/decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)				
	At the end of the year	-	-	-	-

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

Sl. No		Shareholding at the end 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
1	Sanjay Kumar Parakh				
	At the beginning of the year	5,000	33%	-	-
	Date wise increase/decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)				
	At the end of the year	5,000	33%	-	-

Sl. No		Shareholding at the end 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
1	Jaldham Consultancy Pvt Ltd				
	At the beginning of the year	5,000	33%	-	-
	Date wise increase/decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)				
	At the end of the year	5,000	33%	-	-

(v) Shareholding of Directors & KMP

Sl. No		Shareholding at the end 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
1	Sunil Kumar Girda				
	At the beginning of the year	5,010	33%	-	-
	Date wise increase/decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)				
	At the end of the year	5,010	33%	-	-

V INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year				
i) Principal Amount	-	61,917,773	-	61,917,773
ii) Interest due but not paid	-	5,152,809	-	5,152,809
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	67,070,582	-	67,070,582
Change in Indebtedness during the financial year				
Additions	-	42,866,355	-	42,866,355
Reduction	-	28,345,820	-	28,345,820
Net Change	-	14,520,535	-	14,520,535
Indebtedness at the end of the financial year				
i) Principal Amount	-	64,431,066	-	64,431,066
ii) Interest due but not paid	-	17,012,686	-	17,012,686
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	81,443,752	-	81,443,752

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole time director and/or Manager: NIL

Sl.No	Particulars of Remuneration	Name of the MD/WTD/Manager	Total Amount
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.		
	(b) Value of perquisites u/s 17(2) of the income tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961		
2	Stock option		
3	Sweat Equity		
4	Commission as % of profit		
	others (specify)		
5	Others, please specify		
	Total (A)		
	Celling as per the Act		

B. Remuneration to other directors: - NIL

Sl.No	Particulars of Remuneration	Name of the Directors	Total Amount
1	Independent Directors		
	(a) Fee for attending board committee meetings		
	(b) Commission		
	(c) Others, please specify		
	Total (1)		
2	Other Non Executive Directors		
	(a) Fee for attending board committee meetings		
	(b) Commission		
	(c) Others, please specify		
	Total (2)		
	Total (B)=(1+2)		
	Total Managerial Remuneration		
	Overall Ceiling as per the Act.		

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

Sl.No.	Particulars of Remuneration	Key Managerial Personnel			Total
		CEO	Company Secretary	CFO	
1	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.				
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission as % of profit				
	others, specify				
5	Others, please specify				
	Total				

VII

PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES - NIL

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					



DAMLE DHANDHANIA & CO.

CHARTERED ACCOUNTANTS

Temple Tower
P-17A, Ashutosh Chowdhury Avenue
Ground Floor Backside, G - 1
Opp. Ballygunge Birla Mandir
Kolkata - 700 019
Phone : 033 4003 1388
E-mail : damledhandhania@gmail.com

INDEPENDENT AUDITOR'S REPORT

To the Members of RPS TOWER PRIVATE LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of RPS TOWER PRIVATE LIMITED, which comprise the Balance Sheet as at 31st March 2016, the Statement of Profit and Loss for the year then ended, and a summary of 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 maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

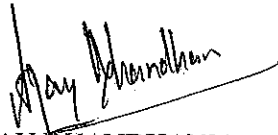
In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India,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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we don't give in the Annexure, a statement on the matters specified in the paragraph 3 and 4 of the order as the same are not applicable to the company.
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 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 the 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 respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, 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 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 has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company

For Damle Dhandhanian & Co.
Chartered Accountants
FRN 325361E

Place: Kolkata
Date: 24/09/2016


AJAY DHANDHANIAN
(Partner)
Membership No.: 059061



DAMLE DHANDHANIA & CO.

CHARTERED ACCOUNTANTS

Temple Tower
P-17A, Ashutosh Chowdhury Avenue
Ground Floor Backside, G - 1
Opp. Ballygunge Birla Mandir
Kolkata - 700 019
Phone : 033 4003 1388
E-mail : damledhandhania@gmail.com

Annexure - A to the Auditors' 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 RPS TOWER PRIVATE LIMITED as of 31st March 2016 in conjunction with our audit of the 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 ('ICAI'). 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 judgment, 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.

A

Meaning of Internal Financial Controls 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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

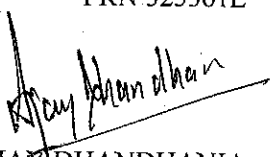
Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal 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 31 March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place: Kolkata
Date: 24/09/2016

For Damle Dhandhanian & Co.
Chartered Accountants
FRN 325361E


AJAY DHANDHANIAN
(Partner)
Membership No.: 059061

RPS TOWER PRIVATE LIMITED**(CIN: U70101WB2005PTC106700)**

Balance Sheet as at 31st March, 2016

Amount in Rs.

Sl. No.	Particulars	Notes	31-Mar-16	31-Mar-15
I.	EQUITY AND LIABILITIES			
(1)	Shareholder's Funds			
	(a) Share Capital	2	150,100	150,100
	(b) Reserves and Surplus	3	(5,274,045)	(5,245,448)
(2)	Non-Current Liabilities			
	(a) Long Term Borrowings	4	81,253,342	66,881,675
(3)	Current Liabilities			
	(a) Short-Term Borrowings	5	190,410	188,907
	(b) Trade Payables	6	388,090	1,335,940
	(c) Other Current Liabilities	7	28,908,188	30,965,643
	(d) Short-Term Provisions	8	317,356	317,356
	Total Equity & Liabilities		105,933,441	94,594,173
II.	ASSETS			
(1)	Non-Current Assets			
	(a) Fixed Assets	9	-	79,930
	(b) Long Term Loans and Advances	10	3,057,033	3,057,033
	(c) Deferred Tax (Net)	11	4,221	4,221
(2)	Current Assets			
	(a) Inventories	12	93,066,529	76,577,986
	(b) Cash and Cash Equivalents	13	2,442,017	2,580,829
	(c) Short - Term Loans and Advances	14	7,363,640	12,294,174
	Total Assets		105,933,441	94,594,173

SIGNIFICANT ACCOUNTING POLICY &
NOTES TO ACCOUNTS

1-24

As per our report of even date attached.

For **DAMLE DHANDHANIA & CO.**

Chartered Accountants

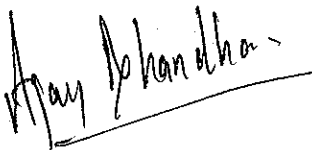
FRN:- 325361E

For and On Behalf Of Board Of Directors



Romit R Shamsukha

Din: 01665037

**Ajay Dhandhanian**

Partner

Membership No. 059061

Place: Kolkata

Dated: The 24th Day of September, 2016



Sunil Kumar Giria

Din: 01745006

RPS TOWER PRIVATE LIMITED

NOTES ON ACCOUNTS AND SIGNIFICANT ACCOUNTING POLICIES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

1 SIGNIFICANT ACCOUNTING POLICIES

The financial Statement have been prepared to comply in all material respect with the accounting Standards notified by the Companies Accounting Standards Rules, 2006 (as ammended) and the relevant provisions of the Companies Act, 2013 .The Financial Statements have been prepared under historical cost convention on an accrual basis. The Accounting Policies applied by the Company are consistent with those used in the previous year.

1.01 BASIS OF ACCOUNTING

The financial statements have been prepared in accordance with historical cost convention. All expenses and incomes, unless specifically stated to be otherwise, have been accounted for on accrual basis.

1.02 USE OF ESTIMATES

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

1.03 FIXED ASSETS

Fixed Assets are stated at cost less accumulated depreciation. Cost includes cost of acquisition, custom duties, taxes, incidental expenses relating to acquisition and installation and interest upto the date the asset is put to use.

1.04 DEPRECIATION

Depreciation on fixed assets other than Land and Estate Development has been provided on Written Down Value Method at the rates specified in Schedule II of the Companies Act, 2013. Land Development and Land cost are not depreciated.

1.14 INVESTMENTS

Long Term Investments are stated at cost. Diminution in value, if any, which are not temporary in nature, are adjusted there from and recognised in the financial statements. Current Investments are valued at lower of cost or fair market value of such Investments.

1.15 INVENTORIES

The Construction work in progress is valued at lower of cost.Cost includes cost of land,rates and taxes,construction costs,borrowing costs,other direct expenditure, allocated overheads and other incidental expenses.

Stock in trade of units is valued at lower of cost or market value.

1.16 TAXES ON INCOME

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

b) Deferred tax is recognised, at the current rates of taxation, subject to the consideration of prudence, on timing differences, being the difference between taxable incomes and accounting income that originate in one year and are capable of reversal in one or more subsequent years.

1.17 IMPAIRMENT OF ASSETS

Impairment of Assets is recognised when there is an indication of Impairment on such indication the coverable Amount of the Assets is estimated and if such estimation is less than carrying amount, the carrying amount is reduced to its recoverable amount.

RPS TOWER PRIVATE LIMITED

1.18 CASH AND CASH EQUIVALENTS

Cash and cash equivalent comprises cash in hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

1.2 EARNING PER SHARE

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

RPS TOWER PRIVATE LIMITED

Notes on Accounts

2 Share Capital

Amount in Rs.

Sl. No.	Particulars	As at 31.03.2016	As at 31.03.2015
1	Authorized Equity shares, Rs.10/- each 1,00,000 (1,00,000) Equity Shares	1,000,000	1,000,000
2	Issued, Subscribed & Paid Up Equity Shares, Rs.10/- each fully paid-up 15,010 (15,010) Equity Shares	150,100	150,100
Total		150,100	150,100

2.1 Reconciliation of the number of shares outstanding

Particulars	As at 31.03.2016	As at 31.03.2015
Number of shares at the beginning	15,010	15,010
Add:- Number of Shares Issued	-	-
Number of shares at the closing of the year	15,010	15,010

2.2 Details of shares held by each shareholder holding more than 5% shares

Sl. No.	Particulars	Total No. of Shares	Holding (%)
1	Sunil Kumar Giria	5,010	33.38%
2	Sanjay Kumar Parakh	5,000	33.31%
3	Jaldham Consultancy Pvt Ltd	5,000	33.31%

3 Reserve & Surplus

Sl. No.	Particulars	As at 31.03.2016	As at 31.03.2015
1	Surplus / (Deficit) in Statement of Profit and Loss Profit / (Loss) brought forward from previous year Add: Profit / (Loss) for the year	(5,245,448) (28,597)	(5,238,852) (6,596)
	Transferred to: Closing Balance	(5,274,045)	(5,245,448)
Total		(5,274,045)	(5,245,448)

4 Long Term Borrowing

Sl. No.	Particulars	As at 31.03.2016	As at 31.03.2015
1	Unsecured Loans a) From Related Party b) From Others	11,771,734 69,481,608	10,256,975 56,624,700
Total		81,253,342	66,881,675

✓ Sunil K. Giria

Rajiv R. Sharma

RPS TOWER PRIVATE LIMITED

Notes on Accounts

5 Short-term borrowings

Sl. No.	Particulars	As at 31.03.2016	As at 31.03.2015
1	Unsecured Considered Good		
	Advances from Body Corporates	18,154	16,651
	Advances from Related Parties	172,256	172,256
	Total	190,410	188,907

6 Trade Payables

Sl. No.	Particulars	As at 31.03.2016	As at 31.03.2015
1	Due For more than One Year	388,090	1,335,940
	Total	388,090	1,335,940

7 Other Current Liabilities

Sl. No.	Particulars	As at 31.03.2016	As at 31.03.2015
1	TDS payable	693,619	600,984
3	Security Deposit		
	Nst Development New a/c	7,500,000	7,500,000
4	Advance against Booking	20,680,219	22,847,559
5	Audit Fees Payable	22,900	11,400
6	Other Payable	11,450	5,700
	Total	28,908,188	30,965,643

8 Short Term Provisions

Sl. No.	Particulars	As at 31.03.2016	As at 31.03.2015
1	Provision for Income Tax	317,356	317,356
	Total	317,356	317,356

✓ *Sunil K. G. Joshi*

Ronit R. Shrivastava

9. Fixed Asset

Sl. No	Particulars	Original Cost			31st
		As at 31st Mar '15	Addition during the year	Deduction / Adjustment during the year	
1	Car Verba	540,000	-	540,000	
Total (Current Year)		540,000	-	540,000	

✓ *Sumit K Singh*

Lovish R Singh

RPS TOWER PRIVATE LIMITED

Notes on Accounts

10 Long Term Loans and Advances

Sl. No	Particulars	As at 31.03.2016	As at 31.03.2015
1	<u>Security Deposit</u> Unsecured, Considered Good Unless Otherwise Stated: NST Housing Development Pvt. Ltd. CESC Ltd.	3,000,000 57,033	3,000,000 57,033
	Total	3,057,033	3,057,033

11 Deferred Tax

Sl. No	Particulars	As at 31.03.2016	As at 31.03.2015
1	Unabsorbed Depreciation	4,221	4,221
	Total	4,221	4,221

12 Inventories

Sl. No	Particulars	As at 31.03.2016	As at 31.03.2015
	WORK IN PROGRESS		
	Opening Balance	(A) 76,577,986	69,833,229
	Add: Expenses for the year		
	Electric Expenses	10,997	-
	Interest on Loan	7,093,222	5,769,306
	Legal Expenses	54,304	-
	Society Expenses (Nothern Heights Association)	3,000,000	-
	Professional Fees	25,000	289,798
	Depreciation	-	40,104
	Salary	373,500	60,000
	Glass	2,012,450	-
	Pest Control	-	15,000
	Tiles	2,930,970	450,000
	Assets Written Off	-	549
	Cement	290,650	-
	Plywood	-	50,000
	Site Expenses	612,300	-
	Stone chips & Sand	85,150	-
	Labour Charges	-	70,000
		(B) 16,488,543	6,744,757
	Less: Transfer		
	Total	93,066,529	76,577,986

13 Cash & Cash Equivalents

Sl. No	Particulars	As at 31.03.2016	As at 31.03.2015
1	Cash Balance (certified by management)	1,365,255	2,402,955
		1,365,255	2,402,955
2	Balances with banks		
	ABN AMRO BANK	344,754	50,174
	CORPORATION BANK	20,629	20,629
	HDFC BANK	711,380	107,071
		1,076,762	177,873
	Total	2,442,017	2,580,829

14 Short Term Loans and Advances

Sl. No	Particulars	As at 31.03.2016	As at 31.03.2015
1	<u>Loans and advances to others</u>		
	Advances to Bodies Corporates & Others	6,160,306	6,658,238
	Advance to Sundry Creditors	120,000	120,000
2	Other Advances	571,040	5,010,000
3	<u>Balances with Income Tax</u>	410,834	404,476
4	<u>Balances with Service Tax</u>	101,460	101,460
	Total	7,363,640	12,294,174

✓ *Bank to Give*

Ravi G R Suresh

RPS TOWER PRIVATE LIMITED

Notes on Accounts

15. Other Income

Sl. No.	Particulars	For the year ended 31.03.2016	For the year ended 31.03.2015
1	Interest income	69,941	12,218
	Total	69,941	12,218

16. Cost of Materials Consumed

Sl. No.	Particulars	For the year ended 31.03.2016	For the year ended 31.03.2015
1	Opening Stock Of Materials	76,577,986	69,833,229
	Add: Addition	16,488,543	6,744,757
	Less: Closing Stock of Materials	(93,066,529)	(76,577,986)
	Total	-	-

17. Other Administrative Expenses

Sl. No.	Particulars	For the year ended 31.03.2016	For the year ended 31.03.2015
3	Bank Charges	1,358	1,713
4	Auditors Remuneration	5,750	5,700
6	Car Expenses	79,930	-
11	Accounting Charges	11,500	11,400
	Total	98,538	18,813

✓ *Sanku Kogiso*

Louis R. Schmitt

RPS TOWER PRIVATE LIMITED

Notes on Accounts

18 EARNING PER SHARE (EPS)

Particulars	As at 31.03.2016	As at 31.03.2015
Net Profit/(Loss) after tax attributable to Equity Shareholders	(28,597)	(6,596)
Weighted Average Number of Equity Shares outstanding	150100	150100
Basic & Diluted Earning Per Share of Rs. 10/- Each	(0.19)	-0.04

19 RELATED PARTY DISCLOSURES

Names of Related Parties & Related Parties Relationship

Related Party Transactions

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year :

A.	Party	Nature Of transaction	Nature Of Relation	31.03.2016 Rs.	31.03.2015 Rs.
i)	Novelty Vanijya Pvt Ltd	Unsecured Loans	Key Management Personnel	172,256	172,256
ii)	Vertex Suppliers Pvt. Ltd.	Unsecured Loans	Key Management Personnel	11,771,734	10,256,975
TOTAL				11,943,990	10,429,231

20 PREVIOUS YEAR FIGURES

Previous years figures have been regrouped/rearranged wherever found necessary.

21 The provision of payment of Gratuity Act, 1972 is not applicable to the company as the number of staffs being less than minimum number prescribed under the Act.

22 The Company is a Small and Medium Sized Company (SMC) as defined in the General Instruction in respect of Accounting Standards notified under the Companies Act, 2013. Accordingly the Company has complied with the Accounting Standards as applicable to a Small and Medium Sized Company.

23 Based on information available with the company there are no dues to "Micro and Small Enterprise" as defined under the "Micro, Small and Medium Enterprises Development Act, 2006." There is no interest paid or payable to Micro and Small Enterprises.

24 The Management of the Company is of the opinion that the realizable value of the assets as on 31.03.2015 are equal to or more than the value as stated as on date of Balance Sheet, hence none of the assets of the company has been considered as impaired during the year as per AS-28, "Impairment of Assets" as notified by the Companies Accounting Standards Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 2013.

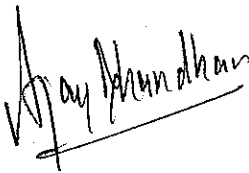
In terms of our report of the even date annexed hereto:

For DAMLE DHANDHANIA & CO

Chartered Accountants

Registration No. 325361E

FOR RPS TOWERS PRIVATE LIMITED



(MAY DHANDHANIA, FCA)

Partner

Membership No. :059061

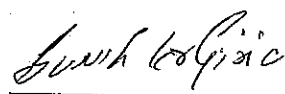
Place : Kolkata

Date: 24th Day of September, 2016



Romit R Shamsukha

Din: 01665037



Sunil Kumar Giria

Din: 01745006