

# THIRTIETH ANNUAL REPORT 2011-2012

## TURBOTECH ENGINEERING LIMITED

### BOARD OF DIRECTOR

SHANKAR PRASAD BHAGAT	- DIRECTOR
NILESHKUMAR TRIBHOVANDAS KAVA	- DIRECTOR
HARLEEN SINGH KATHURIA	- DIRECTOR

### AUDITOR

M/S. Y. D. & CO.  
Chartered Accountants  
LUDHIANA

### SHARE TRANSFER AGENT

PURVA SHAREGISTRY (INDIA) PRIVATE LIMITED  
NO. 9, SHIV SHAKTI INDUSTRIAL ESTATE,  
GROUND FLOOR, J. R. BORICHA MARG,  
MUMBAI-400011,  
MAHARASHTRA, INDIA

### REGISTERED OFFICE

8, GANDHI BUILDING,  
NEAR AKRULI ROAD,  
NEAR DENA BANK, KANDIWALI (E),  
MUMBAI-400101, MAHARASHTRA, INDIA

### INDEX

Contents	Page No.
Notice of Annual General Meeting	01
Report of the Directors and Management Discussion Analysis Report	02
Corporate Governance Report	04
Auditors' Report	10
Balance Sheet	13
Profit and Loss Account	14
Cash Flow Statement	15
Notes forming part of the financial statements	16

## N O T I C E

**NOTICE** is hereby given that the **THIRTIETH ANNUAL GENERAL MEETING** of the Members of **TURBOTECH ENGINEERING LIMITED** will be held at the Registered Office of the Company at **8, Gandhi Building, Near Akruli Road, Near Dena Bank, Kandiwali (E), Mumbai-400101, Maharashtra, India** on **Friday, 31st day of August, 2012 at 11:30 A. M.** to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt Audited Balance Sheet as at **31st March, 2012** and the Profit & Loss Account for the year ended on that date and the reports of the Directors' and the Auditors' thereon.
2. To appoint a Director in place of **Mr. Harleen Singh Kathuria** who retires by rotation and being eligible, offers him-self for re-appointment.
3. To appoint Auditor and to fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT M/s. Y. D. & Co., Chartered Accountants, Ludhiana [FRN: 018846 N]** be and are hereby appointed as the Statutory Auditors of the Company for the financial year **2012-13**, to hold office as such from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting at a remuneration as to be decided by the Board of Directors in consultation with them, apart from out-of-pocket expenses that may be incurred by them for the purpose of audit."

**By Order of the Board  
For, TURBOTECH ENGINEERING LIMITED**

**PLACE: MUMBAI  
DATE: 03.08.2012**

**(NILESHKUMAR TRIBHOVANDAS KAVA)  
CHAIRMAN**

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE TIME SCHEDULED FOR HOLDING THE MEETING.
2. Members/ proxies are requested to bring their copies of Annual Report along with duly filed and signed attendance sheets attached with it for attending the meeting.
3. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
4. Members are requested to notify the Company of any change in their address (in full) with the postal area pin code number, quoting their folio numbers.
5. The Register of Members and Share Transfer Register of the Company will remain closed from 30th August, 2012 to 31st August, 2012 (both days inclusive).
6. M/s Purva Sharegistry (India) Private Limited having its registered office at No.- 9, Shiv Shakti Industrial Estate, Gr. Floor, J.R Boricha Marg, Opp. Kasturba Hospital, Lower Parel, MUMBAI-400011 are Registrars and Share Transfer Agents for Company's shares in Demat and Physical Form. The members are requested to please ensure that their shares are converted into Demat Form.
7. Additional information as required in terms of paragraph 3 of the Clause 49 of the Listing Agreement on Director seeking re-appointment at the ensuing Annual General Meeting is as under:

**Mr. Harleen Singh Kathuria** is Non-Executive Independent Director of the Company. He has rich experience in the field of Engineering. He has been associated with the Company w.e.f. 25th March, 2010. He is Member of the Audit Committee and Share Transfer and Grievances Committee of the Company. Mr. Harleen Singh Kathuria retires by rotation and being eligible offers himself for re-appointment.

## D I R E C T O R S ' R E P O R T

**Dear Shareholders,**

Your Directors here by present the 30th Annual Report on business and operations of the Company together with the Audited statements of Accounts for the financial year ended on **31st March 2012**.

**OPERATIONS REVIEW:**

During the year under review due to sluggish market condition and financial crisis company faces huge set back. So company not in position to generate any revenue from the operation but due to some fixed cost company posted Net Loss of Rs. 335309/-.

The management has taken measures as part of its continuous improvements to strengthen operations and viability.

**DIVIDEND:**

Your Directors have not declared any dividend during the year under review due to loss incurred.

**FIXED DEPOSIT:**

The Company has not accepted any deposit from the public pursuant to the provisions of Section 58A of the Companies Act, 1956.

**DIRECTORS:**

Mr. HARLEEN SINGH KATHURIA Director of the Company is retires by rotation at the ensuing Annual General Meeting and being eligible, offer himself for reappointment.

**AUDITORS AND AUDITORS' REPORT:**

M/s. Y. D. & Co., Chartered Accountants, Ludhiana, Statutory Auditors of the Company, hold office until the conclusion of the ensuing Annual General Meeting and are eligible for reappointment.

The observations made by the Auditors' in their Auditors' Report and the Notes on Accounts referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

**MANAGEMENT DISCUSSION AND ANALYSIS:**

Management Discussion and Analysis forms part of the Annual Report to the shareholders and it includes discussion on matters as required under the provisions of Clause 49 of the listing agreement forming part of this report is annexed herewith. The Audit Committee of the Company has regularly reviewed internal Control System of the company.

**PARTICULARS OF EMPLOYEES:**

The statement showing particulars of employees under section 217(2A) of the Companies Act, 1956, read with the companies (Particulars of Employees) Rules, 1975, as amended, is not required to be given as there were no employees coming within the purview of this section.

**CORPORATE GOVERNANCE REPORT:**

Your Company perceives Corporate Governance as an endeavor for transparency and a wholehearted approach towards continuous enhancement of shareholders' value. Your Company has been complying with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement. Further, the Board of Directors of your Company constituted a Committee known as Corporate Governance Committee, which recommends the best practices in the Corporate Governance.

A separate report on Corporate Governance along with Auditors' Certificate on compliance with the Corporate Governance norms and stipulated in Clause 49 of the Listing Agreement, forming part of this report is annexed herewith.

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

The details of conservation of energy, technology absorption etc. as required to be given under Section 217(1)(e) of the Companies Act 1956, are not applicable to our Company, as our Company has not carried out in the manufacturing activities.

The foreign exchange earning on account of the operation of the Company during the year was Rs. Nil.

**DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to the provisions of Section 217(2AA) of the Companies Act, 1956, the Directors of your Company confirm that:

- i) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
- iii) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv) Directors have prepared the accounts on a "going concern basis".

**ACKNOWLEDGEMENT:**

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from the Banks, Government Authorities, Customers, and Shareholders during the year. Your directors also wish to take on record their deep sense of appreciation for the committed services of the employees at all levels, which has made our Company successful in the business.

**For and on Behalf of the Board  
TURBOTECH ENGINEERING LIMITED**

**PLACE: MUMBAI  
DATE: 03.08.2012**

**(NILESHKUMAR T. KAVA)  
CHAIRMAN**

*Annexure to Director's Report*

---

**MANAGEMENT DISCUSSION ANALYSIS REPORT**

---

**Outlook:**

The company is confident in spite of the possible recessionary conditions in the industry it will perform better in view of the strong fundamentals of the Indian companies and hope to improve its Turnover.

**Internal Controls Systems and their adequacy:**

The company has adequate internal control systems to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance of law and regulations. The internal control system is supported by the internal audit process. The Internal Auditor reviews and ensures that the audit observations are acted upon. The Audit Committee of the Board reviews the Internal Audit reports and the adequacy and effectiveness of internal controls.

**Human Resources**

The relationship with the employees continues to be cordial. The Company recognizes the importance and contribution of its employees for its growth and development and constantly endeavors to train nurture and groom its people. The Company puts emphasis on attracting and retaining the right talent. The company places emphasis on training and development of employees at all levels and has introduced methods and practices for Human Resource Development.

**Cautionary Statement:**

Statements in this Management Discussion and Analysis describing the company's objectives, projections, estimates and expectations may be forward looking statement within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied.

**Annexure to Director's Report****REPORT ON CORPORATE GOVERNANCE FOR THE YEAR ENDED ON 31ST MARCH, 2012****1. THE CORPORATE GOVERNANCE PHILOSOPHY**

Corporate Governance at the Company is by the need to “enhance shareholder value, keeping in view the interests of other stakeholders”. This definition places emphasis on the need to strike a balance at all times between the need to enhance shareholders’ wealth whilst not being detrimental to other stakeholders’ interests. The imperative for Corporate Governance lies not merely in drafting a code of Corporate Governance, but in practicing it to achieve desired results.

**2. BOARD OF DIRECTORS**

The Board of Directors is having non-executive and independent directors as on 31st March, 2012. The Board of Directors is consisting of Three Directors. The Directors manages the day to day affairs of the Company. Non-executive and independent directors did not have any pecuniary relationship of transactions with the company during the period under review. There are no material transactions where they have had personal interests that conflict with that of the Company.

**Numbers of Board Meetings held and the dates on which such meetings were held:**

During the financial year 2011-12 the Board met 6 (Seven) times on 12.05.2011, 20.06.2011, 11.08.2011, 10.09.2011, 12.11.2011 and 13.02.2012. The maximum gap between two meetings was not more than 4 months.

**Attendance record of Directors attending the Board meetings and Annual General Meetings during the year 2011-12**

Name of the Director	Designation/ Category	No. of Board Meetings		Last AGM attendance
		Held	Attended	
NILESHKUMAR TRIBHOVANDAS KAVA	Executive & Non Independent	6	6	Yes
SHANKAR PRASAD BHAGAT	Non Executive & Independent	6	6	Yes
HARLEEN SINGH KATHURIA	Non Executive & Independent	6	6	Yes

None of the Director is a member in more than 10 Companies and Act as Chairman in more than 5 Companies across all Companies in which he is a Director.

**3. AUDIT COMMITTEE**

The Audit Committee of the Company presently comprises of three Directors being MR. NILESH TRIBHOVANDAS KAVA, MR. SHANKAR PRASAD BHAGAT AND MR. HARLEEN SINGH KATHURIA.

**Mr. SHANKAR PRASAD BHAGAT is Chairman of the Committee.**

The role, terms of reference, authority and powers of the audit committee are in conformity with the requirement of Companies Act, 1956, and Listing Agreement.

**Role/ Functions of the Committee:**

- Reviewing with management the annual financial statements before submission to the Board.
- Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
- Review of policies relating to risk management – operational and financial.
- Reviewing with the management, external auditors and the adequacy of the internal control system.

**Powers of the Committee:**

- To investigate any activity within its terms of reference.
- To secure attendance of and seek any information from any employee including representative of the prime shareholders (subject to their internal approvals).
- Compliance with accounting standards.
- To obtain outside legal or other professional advice, if necessary.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.
- Compliance with Stock Exchange and legal requirements concerning financial statements.

**Attendance at the Audit Committee Meetings- 2012**

During the year the Audit Committee met 4 times on 12.05.2011, 11.08.2011, 12.11.2011, 13.02.2012 attendance of the members as under:

Name	Designation/ Category	No. of Meeting attended	
		Held	Attended
NILESHKUMAR TRIBHOVANDAS KAVA	Executive & Non Independent	4	4
SHANKAR PRASAD BHAGAT	Non Executive & Independent	4	4
HARLEEN SINGH KATHURIA	Non Executive & Independent	4	4

**4. REMUNERATION COMMITTEE**

As neither remuneration nor sitting fee paid to the director as no remuneration Committee has been set up.

**5. SHAREHOLDERS TRANSFER AND GRIEVANCES COMMITTEE**

This committee consists of three directors namely, Mr. Nilesh Tribhovandas Kava, Mr. Shankar Prasad Bhagat and Mr. Harleen Singh Kathuria.

Mr. Nileshkumar T. Kava is Chairman of the Committee. The committee was constituted to redress shareholders'/ investors' complaints etc. relating to delay in transfer of shares, non-receipt of annual accounts, delay in balance sheet, split-up share certificate, issue duplicate certificate, transmission of shares, dematerialization of shares etc. relating to the shares issued by the Company. Mr. Nileshkumar T. Kava, Director of the Company has been authorized by the Board to approve such transfers within the time stipulated under the Listing Agreement. Further the complaints of the above nature are promptly attended by the Compliance Officer.

Mr. Nileshkumar T. Kava has been appointed as the Compliance Officer of the Company by the Board of Directors.

There is no pending, unsolved complaint of Shareholders of the Company and no pending Share Transfer.

**6. GENERAL BODY MEETINGS****Location and time for last 3 years Annual General Meetings:**

Financial Year	Location	Date	Time A.M./ P.M.	Particulars of the Special Resolution
2010-11	8, Gandhi Building, Near Akruli Road, Near Dena Bank, Kandiwali (E), Mumbai – 400101	15.06.2011	11.00 A.M.	No Special Resolution was passed
2009-10	8, Gandhi Building, Near Akruli Road, Near Dena Bank, Kandiwali (E), Mumbai – 400101	30.09.2010	04:00 P.M.	No Special Resolution was passed
2008-09	8, Gandhi Building, Near Akruli Road, Near Dena Bank, Kandiwali (E), Mumbai – 400101	30.09.2009	01:30 P.M.	-Increase In Authorised Share Capital Of The Company - Alteration In Memorandum Of Association Of The Company - Issue of Convertible Warrants on Preferential Basis

No Special Resolution was required to be carried out through postal ballot during the last year. No resolution is proposed by postal ballot at the ensuing Annual general meeting. The above resolution which was put to vote by show of hands, was passed unanimously. No Extra Ordinary General Meeting held during last three years.

**7. DISCLOSURES**

- There are no materially significant related partly transactions i.e. transactions of the Company of material natures, with its promoters, the directors or the managements, their subsidiaries or relatives etc., that may have potential conflict with interest of the Company at large.
- No penalties or strictures were imposed on the Company by the Stock Exchange or SEBI or any statutory authority, on any matter related to capital markers, during the last three years.
- The Company has complied with various rules and regulations prescribed by the Stock Exchange and SEBI during the last three years. No penalties or strictures have been imposed by them on the Company.

**8. MEANS OF COMMUNICATION**

The Company has submitted its quarterly, half yearly and yearly financial results to the Stock Exchanges as well as website of the company immediately after its approval by the Board. The Company did not send the half yearly report to the Shareholders of the Company.

**9. GENERAL SHAREHOLDERS INFORMATION**

Financial Year	1st April, 2011 to 31st March, 2012	
Date and time of Annual General Meeting	31st August, 2012 and 11:30 A.M.	
Venue of Annual General Meeting	8, Gandhi Building, Near Akruli Road, Near Dena Bank, Kandiwali (E), Mumbai – 400101, Maharashtra, India.	
Dates of Book Closure	30th August, 2012 to 31st August, 2012	
Listing on Stock Exchange	BSE Limited, Mumbai	
Stock Code and Scrip ID	504358 (BSE) and TURBO	
Demat ISIN No.	INE764M01018	
<b>Financial Year Calendar (tentative and subject to change) (01.04.2012 to 31.03.2013)</b>		
Financial reporting for the First quarter ending on 30th June, 2012	Last week of July, 2012	
Financial reporting for the Half year ending on 30th September, 2012	Last week of October, 2012	
Financial reporting for the Third quarter ending on 31st December, 12	Last week of January, 2013	
Financial reporting for the Year ending on 31st March, 2013	Last week of April, 2013	
Annual General Meeting for the year ending on 31st March, 2013	Last week of September 2013	

**10. CATEGORIES OF SHAREOWNERS AS ON 31-03-2012**

Category	No. of Shares Held	Voting Strength (%)
Promoters	Nil	0.00
Resident Individuals:		
Individuals holding capital upto Rs. 1 lakh	176100	0.73
Individuals holding capital more than Rs. 1 lakh	855400	3.56
Financial Intuitions/ Banks	Nil	0.00
Bodies Corporate	22968500	95.71
NRIs/ OCBs	Nil	0.00
Directors Relatives	Nil	0.00
Others	Nil	0.00
<b>Total</b>	<b>24000000</b>	<b>100</b>

**11. DISTRIBUTION OF SHAREHOLDING AS ON 31.03.2012**

Shares Distribution	Holders	% of Total	Total Shares	% of Total
0001- 5000	341	90.69	115800	0.48
50001- 100000	8	2.13	60300	0.25
100001 and above	27	7.18	23823900	99.27
<b>Total</b>	<b>376</b>	<b>100.00</b>	<b>24000000</b>	<b>100</b>

**12. STOCK MARKET DATA**

Share of the company is frequently traded in stock exchange so stock market data is not available.

**13. REGISTRAR AND SHARE TRANSFER AGENT**

**M/s. Purva Sharegistry (India) Private Limited** having its Registered Office at 9, Shivshakti Industrial Estate, Ground Floor, J. R. Boricha Marg, Mumbai – 400011 is the Registrar & Share Transfer Agent for processing the transfer of securities issued by the Company.

**14. Share transfer system:**

Transfer of Shares in Physical form are registered and dispatched within 3 weeks from the date of their receipts, subject to the documents being valid and complete in all respects. Transfer of shares are processed by the Share Transfer Agents and approved by the Share Transfer Committee called as "Investor / Shareholders Grievance Committee", which meets at frequent intervals. Share transfers are registered and returned within 15 days from the date of receipt, if the relevant documents are complete in all respect.

**15. Dematerialization of shares and liquidity**

The company has entered into agreements with both existing Depositories, National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) enabling the investors to hold shares of the company in electronic form through the depository of their choice. As on 31st March 2012, 24000000 Equity Shares (100%) of the Company was held in physical form.

**16. ADDRESS FOR CORRESPONDENCE:**

8, Gandhi Building, Near Akruli Road, Near Dena Bank, Kandiwali (E), Mumbai – 400101, Maharashtra, India.

**Investors Correspondence/ Complaints to be address to:**

**Mr. Nileshkumar T. Kava-Director and Compliance Officer**

**E-mail: [turbo200745@yahoo.com](mailto:turbo200745@yahoo.com)**

**17. DECLARATION:**

---

**DECLARATION OF COMPLIANCE WITH THE CODE OF CONDUCT OF THE COMPANY**

---

In the above regards, I declare as follows:

1. The company does have a code of conduct approved by its board of directors, which would be posted on its website shortly.
2. All the members of the board of directors and all the members of the Senior Management of the Company have individually submitted statements of affirmation of compliance with the code of conduct as applicable to the financial year ended on March 31st 2012.

**For and on Behalf of the Board  
TURBOTECH ENGINEERING LIMITED**

**PLACE: MUMBAI**

**DATE: 03.08.2012**

**(NILESHKUMAR T. KAVA)  
CHAIRMAN**



## CEO/CFO Certificate

The Board of Director

**TURBOTECH ENGINEERING LIMITED**

Mumbai

I, Nileshkumar T. Kava, Chairman and Director of **TURBOTECH ENGINEERING LIMITED**, to the best of my knowledge and belief certify that:

1. I have reviewed the Balance Sheet, Profit & Loss Account and its schedules & notes on accounts as well as the Cash Flow Statement and Directors' Report for the year ended 31st March, 2012 and that to the best of my knowledge and belief.
  - These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading:
  - 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.
2. I also certify that to the best of my knowledge and the information provided to me, there are no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
3. I am responsible for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and I have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps. I have taken or propose to take to rectify these deficiencies.
4. I have indicated to the Auditors and the Audit Committee:
  - significant changes in internal control, if any, over financial reporting during the year;
  - significant changes, if any, in accounting policies during the year and that the financial statements; and
  - instances of significant fraud of which I have become aware and the involvement therein, if any, of the management or any employee having a significant role in the company's internal control system.
5. I further declare that all Board Members and Senior Management personnel have affirmed compliance with the Code of Conduct for the year ended on 31st March, 2012.

**PLACE: MUMBAI**

**DATE: 03.08.2012**

**(NILESHKUMAR T. KAVA)**  
**CHAIRMAN**

**CERTIFICATION ON CORPORATE GOVERNANCE****To the members of TURBOTECH ENGINEERING LIMITED:**

We have examined the compliance of conditions of Corporate Governance by **TURBOTECH ENGINEERING LIMITED** for the year ended 31st March, 2012 as stipulated in Clause 49 of the Listing Agreement of the Company with the Stock Exchanges.

The compliance of condition of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanation given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We have been explained that no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Company.

We further state that such compliances 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, Y. D. & Co**  
**CHARTERED ACCOUNTANTS**  
**FRN: 018846N**

**PLACE: LUDHIANA**

**DATE: 03.08.2012**

**CA RAKESH PURI**  
**PARTNER**  
**M. No.: 092728**

**AUDITORS' REPORT TO THE MEMBERS OF TURBOTECH ENGINEERING LIMITED**

We have audited the attached Balance Sheet of **TURBOTECH ENGINEERING LIMITED** as on 31st March 2012, the relative Profit and Loss Account and the Cash Flow Statement for the year ended on that date, all of which have been signed by us under reference to this report. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We have conducted our audit in accordance with auditing and assurance standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining on test basis, evidence supporting the amounts and disclosures in the financial statements. An Audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

As required by the Companies (Auditor Report) Order, 2003 issued by the Department of Company Affairs in terms of Section 227(4A) of the Companies Act 1956, we give in the Annexure a statement on the matters specified in the said order to the extent applicable.

1. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
2. In our opinion, proper books of accounts as required by law, have been kept by the Company so far as appears from our examination of books.
3. The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report, are in agreement with the books of account.
4. In our opinion, the Balance Sheet, Profit & Loss Account, and Cash Flow statement dealt with by this report comply with the Accounting Standard referred to in sub-section (3c) of Section 211 of the Companies Act, 1956.
5. On the basis of written representation received from the Directors and taken on records by the Board of Directors, we report that none of the Directors is disqualified as at 31st March 2012 from being appointed as a director in terms of clause (g) of Sub-section (1) of Section 274 of the Companies Act, 1956.
6. In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with the Notes thereon, particularly the note no 4 regarding inter corporate investment and Loans thereon give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view:
  - (a) In case of the Balance Sheet, of the state of affairs of the Company as at 31st March 2012 and;
  - (b) In case of Profit and Loss Account, of the Profit of the Company for the year ended on that date.
  - (c) In case of Cash Flow Statement, of the cash flows for the year ended on that date.

**For, Y. D. & Co**  
**CHARTERED ACCOUNTANTS**  
**FRN: 018846N**

**PLACE: LUDHIANA**

**DATE: 03.08.2012**

**CA RAKESH PURI**  
**PARTNER**  
**M. No.: 092728**

**ANNEXURE TO THE AUDITORS' REPORT**

Annexure referred to in Paragraph 3 of the Auditors Report of Even date to the Member of **TURBOTECH ENGINEERING LIMITED**

- i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets on the basis of available information.  
  
(b) The fixed assets have been physically verified by the management during the year and we have been informed that no material discrepancies have been noticed on such verification.  
  
(c) In our opinion and according to the information & explanations given to us, a substantial part of fixed assets have not been disposed off by the company during year affecting going concern basis.
- ii) The company has not held any inventory during the year. Hence, clause (ii) (a), (b) & (c) are not applicable to the Company.
- iii) (a) As per information and explanation given to us, the company has not granted loans to parties covered in the register maintained under section 301 of the Companies Act, 1956, hence clause (iii) (a), (b), (c) & (d) are not applicable to the company.  
  
(b) As per information and explanation given to us, the company has not taken loans from any party covered in the register maintained under section 301 of the Companies Act, 1956. Hence, clause (iii) e, f, g are not applicable to the company.
- iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to purchases of inventory, fixed assets and with regard to the sale of goods. During the course of our audit, no major weakness has been noticed in the internal controls.
- v) According to the information and explanations given to us, we are of the opinion that there are no transactions that need to be entered into the register maintained under section 301 of the companies Act 1956.
- vi) The company has not accepted any deposits from public within the meaning of provisions of section 58 A & Section 58 AA of the Companies Act, 1956.
- vii) In our opinion the company has an adequate internal audit system commensurate with the size and nature of its business.
- viii) As informed to us the company is not required to maintain cost accounts and records as prescribed by Central Government under section 290 (1)(d) of the Companies Act 1956.
- ix) According to the records of the company, statutory dues including Provident Fund, Investor Education and Protection fund, Employees State Insurance, Income Tax, Sales Tax, Wealth Tax, Custom Duty, Excise Duty, Cess and other statutory dues have been regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as on 31st March, 2012 for a period of more than six months from the date of becoming payable.
- x) The accumulated losses of the Company are less than fifty percent of the net worth and the company has incurred cash loss Rs 320939/- in current financial year, The Company has also incurred cash loss in the previous financial year.
- xi) According to the records of the Company examined by us and the information and explanations given to us, the company has not taken any Term Loan from the financial institutions or Banks. Since the company has not issued any debentures till date, therefore the question of default does not arise.

- xii) In our opinion and according to the information and explanation given to us, no loans and advances have been granted by the company on the basis of security by way of pledge of shares, debentures and other securities.
- xiii) In our opinion, the Company is not a chit fund or a nidhi/mutual benefit/society. Therefore, clause 4 (xiii) of the Companies (Audit Report) Order, 2003 are not applicable to the company.
- xiv) In our opinion the Company has maintained records of transactions and contracts in respect of investment in shares, mutual funds and other investments and generally timely entries have been made therein. All the shares, mutual funds and other investments held by the companies are in its own name except to the extent of the exemption granted under section 49 of the Companies Act, 1956.
- xv) In our opinion, the company has not given any guarantee for loans taken by others from banks or financial institutions.
- xvi) The Company has not raised any new term loans during the year.
- xvii) On the basis of an overall examination of the Balance Sheet of the Company and according to the information and explanations given to us, in our opinion, funds raised on short term basis have not been used during the year for long term investment and vice versa.
- xviii) The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act during the year.
- xix) The Company has not issued any debentures till date.
- xx) The Company has not raised any money by public issue during the year.
- xxi) During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted audit practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor have we been informed of such case by the management.

**For, Y. D. & Co**  
**CHARTERED ACCOUNTANTS**  
**FRN: 018846N**

**PLACE: LUDHIANA**

**DATE: 03.08.2012**

**CA RAKESH PURI**  
**PARTNER**  
**M. No.: 092728**

<b>BALANCE SHEET AS AT 31ST MARCH 2012</b>			
(Amount in Rupees)			
Particulars	Notes	March 31, 2012	March 31, 2011
<b>I. EQUITY AND LIABILITIES</b>			
<b><u>(1) Shareholder's Funds</u></b>			
(a) Share Capital	2	240000000	240000000
(b) Reserves and Surplus	3	(4748652)	(4413343)
<b><u>(2) Share Application money pending allotment</u></b>		00	00
<b><u>(3) Non-Current Liabilities</u></b>			
Long-Term Borrowings	4	47396657	5103934
<b><u>(4) Current Liabilities</u></b>			
(a) Trade Payables	5	19000	19000
<b>Total Equity &amp; Liabilities</b>		<b>282667005</b>	<b>240709591</b>
<b>II. ASSETS</b>			
<b><u>(1) Non-Current Assets</u></b>			
(a) Fixed Assets	6		
(i) Gross Block		1037850	1037850
(ii) Depreciation		1033147	1030012
(iii) Net Block		4703	7838
(b) Non-current investments	7	84492000	84492000
(d) Long term loans and advances	8	36000000	36000000
(c) Other non-current assets	9	120022472	120033708
<b><u>(2) Current Assets</u></b>			
(a) Current investments	10	42000000	00
(b) Cash and cash equivalents	11	147830	176045
<b>Total Assets</b>		<b>282667005</b>	<b>240709591</b>
<b>Notes to Accounts</b> <span style="float: right;">1 to 25</span>			
<i>Schedules referred to above and notes attached there to form an integral part of Balance Sheet</i>			
<i>This is the Balance Sheet referred to in our Report of even date.</i>			
<b>For Y. D. &amp; Co.</b>		<b>FOR AND ON BEHALF OF THE BOARD</b>	
<b>CHARTERED ACCOUNTANTS</b>			
<b>Firm Reg. No. 018846 N</b>			
<b>(CA RAKESH PURI)</b>		<b>HARLEENSINGH KATHURIA</b>	<b>NILESHKUMAR T KAVA</b>
<b>PARTNER</b>		<b>(DIRECTOR)</b>	<b>(DIRECTOR)</b>
<b>Membership No. 092728</b>			
<b>Place: Ludhiana</b>		<b>Place: Mumbai</b>	
<b>Date: 03.08.2012</b>		<b>Date: 03.08.2012</b>	

PROFIT & LOSS STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2012				
(Amount in Rupees)				
Sr. No	Particulars	Notes	2011-12	2010-11
I	Revenue from operations		00	00
II	Other Income	12	00	(1600)
III	<b>III. Total Revenue (I +II)</b>		<b>00</b>	<b>(1600)</b>
IV	<b>Expenses:</b>			
	Employee Benefit Expense	13	151250	45250
	Financial Costs	14	641	546
	Depreciation and Amortization Expense	15	14370	16461
	Other Expenses	16	169048	81891
	<b>Total Expenses (IV)</b>		<b>335309</b>	<b>144148</b>
V	Profit before exceptional and extraordinary items and tax	(III - IV)	<b>(335309)</b>	<b>(145748)</b>
VI	Exceptional Items (Excess provision Added Back)		00	00
VII	Profit before extraordinary items and tax		<b>(335309)</b>	<b>(145748)</b>
VIII	Extraordinary Items		00	00
IX	Profit before tax (VII - VIII)		<b>(335309)</b>	<b>(145748)</b>
X	<b>Tax expense:</b>		00	00
XI	Profit(Loss) from the period from continuing operations	(IX-X)	<b>(335309)</b>	<b>(145748)</b>
XII	Profit/(Loss) from discontinuing operations		00	00
XIII	Tax expense of earlier period		00	00
XIV	Profit/(Loss) from Discontinuing operations	(XII - XIII)	<b>00</b>	<b>00</b>
XV	Profit/(Loss) for the period (XI + XIV)		<b>(335309)</b>	<b>(145748)</b>
XVI	Earning per equity share:			
	(1) Basic		(0.01)	(0.01)
	(2) Diluted		(0.01)	(0.01)
<b>Notes to Accounts</b>		<b>1 to 25</b>		
<i>Notes referred to above and notes attached there to form an integral part of Profit &amp; Loss Statement</i>				
<i>This is the Profit &amp; Loss Statement referred to in our Report of even date.</i>				
<b>For Y. D. &amp; Co.</b>		<b>FOR AND ON BEHALF OF THE BOARD</b>		
<b>CHARTERED ACCOUNTANTS</b>				
Firm Reg. No. 018846 N				
<b>(CA RAKESH PURI)</b>		<b>HARLEENSINGH KATHURIA</b>	<b>NILESHKUMAR T KAVA</b>	
<b>PARTNER</b>		<b>(DIRECTOR)</b>	<b>(DIRECTOR)</b>	
Membership No. 092728				
Place: Ludhiana		Place: Mumbai		
Date: 03.08.2012		Date: 03.08.2012		

<b>CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2012</b>		
<b>( Amount in Rupees)</b>		
	<b>2011-12</b>	<b>2010-11</b>
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit/(Loss) before Tax and Extra Ordinary Items	(335309)	(1179706)
Adjustments For Depreciation	3135	5225
<b>Operating Profit before Working Capital Changes</b>	<b>(332174)</b>	<b>(1174481)</b>
<b>Changes in Working Capital</b>		
Trade & Other Receivables	00	(114874817)
Trade Payables & Provisions	00	(288338)
Preliminary Expenses	00	11236
Cash Generated From Operations	00	(115151919)
Net Changes in working capital	<b>(332174)</b>	<b>(116326400)</b>
Less-Tax paid	00	00
<b>Net cash from Operating Activities</b>	<b>(332174)</b>	<b>(116326400)</b>
<b>B CASH FLOWS FROM INVESTING ACTIVITIES :</b>		
Sale of Investments	(42000000)	(79492000)
<b>Net cash flow from Investing Activities</b>	<b>(42000000)</b>	<b>(79492000)</b>
<b>C Cash Flow From Financing Activities</b>		
Proceeds From Issue of Shares	00	196000000
Loan Given	11236	00
Loan Received	42292723	(91060)
<b>Net Cash Received From Financing Activities</b>	<b>42303959</b>	<b>195908940</b>
Net Increase/(Decrease) in Cash & Cash Equivalent	(28215)	90540
Opening cash & cash equivalent	176045	85505
Closing cash & cash equivalent	147830	176045
<b>Notes :</b>		
1. The Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard 3 "Cash flow Statements" Issued by the ICAI.		
2. Previous Year's figures have been reclassified to confirm with current year's presentation, where applicable		
This is the Cash Flow Statement referred to in our report of even date.		
<b>For Y. D. &amp; Co.</b>	<b>FOR AND ON BEHALF OF THE BOARD</b>	
<b>CHARTERED ACCOUNTANTS</b>		
<b>Firm Reg. No. 018846 N</b>		
<b>(CA RAKESH PURI)</b>	<b>HARLEENSINGH KATHURIA</b>	<b>NILESHKUMAR T KAVA</b>
<b>PARTNER</b>	<b>(DIRECTOR)</b>	<b>(DIRECTOR)</b>
<b>Membership No. 092728</b>		
<b>Place: Ludhiana</b>	<b>Place: Mumbai</b>	
<b>Date: 03.08.2012</b>	<b>Date: 03.08.2012</b>	



## Notes on Financial Statements for the year ended 31st March 2012

**NOTE: 1 SIGNIFICANT ACCOUNTING POLICIES**

The Accounts are prepared on an accrual basis except otherwise stated and under the historical cost conventions, and are in line with the relevant laws as well as the guidelines prescribed by the Department of Company affairs and the Institute of Chartered Accountants of India.

- A) SYSTEM OF ACCOUNTING:** The Company has adopted the accrual basis of accounting in the Preparation of the books of accounts.
- B) REVENUE RECOGNITION**
- (a) Sales: Sales are accounted for on accrual basis.
- (b) Other Operation: Interest and other income are accounted for on accrual basis.
- C) EXPENSES:** It is Company's policy to account for expenses on accrual basis.
- D) TAXATION:** As there is brought forward losses no provision for tax is required. Simultaneously on conservative basis no deferred tax asset is created.
- E) INVENTORIES:** The Company does not hold any inventory during the year.
- F) FIXED ASSETS:** Fixed assets are carried at cost of acquisition or construction including incidentals expenses related to acquisition and installation on concerned assets, less accumulated depreciation and amortizations.
- G) DEPRECIATION:** Depreciation has been provided on Written Down Value Method in accordance with the provision of Section 205(2) (b) of the Companies Act, 1956 at the rate prescribed in Schedule XIV of the Companies Act, 1956 on pro-rata basis with reference to the date of acquisition/installation.
- H) INVESTMENTS:** Long Term Investments are stated at Cost. Provision for diminution in the value of long term investments is made only if such decline is other than temporary in the opinion of the management.

**Note : 2 Share Capital**

Sr. No	Particulars	Current Year	Previous Year
1	<b>AUTHORIZED CAPITAL</b> {2,40,00,000 Equity shares of Rs. 10 each}	240,000,000	240,000,000
		240,000,000	240,000,000
2	<b>ISSUED, SUBSCRIBED &amp; PAID UP CAPITAL</b> <i>To the Subscribers of the Memorandum</i> 700 Equity Shares of Rs. 10/- each, Fully paid up share capital by Allotment (800,000 Equity shares of Rs.10 each fully paid up) 4000000 Pref warrant converted to equity 19200000 Pref warrant converted to equity	8,000,000 40,000,000 192,000,000	8,000,000 40,000,000 192,000,000
	<b>Total in</b>	<b>240,000,000</b>	<b>240,000,000</b>

**Note : 3 Reserve & Surplus**

1	Share Forfeiture a/c	1,006,250	1,006,250
	Surplus (Profit & Loss Account)	(5,754,902)	(5,419,593)
	Balance brought forward from previous year	(5,419,593)	(4,239,887)
	Less: Prior Period Item TDS written Off	00	(1,033,958)
	Less: Tax on Regular Assessment Paid	00	00
	Add: Profit for the period	(335,309)	(145,748)
	<b>Total in</b>	<b>(4,748,652)</b>	<b>(4,413,343)</b>

**Note : 4 Long Term Borrowings( Unsecured)**

Sr. No	Particulars	Current Year	Previous Year
1	Other Loans & Advances	47,396,657	5,103,934
	<b>Total in</b>	<b>47,396,657</b>	<b>5,103,934</b>

**Note : 5 Trades Payable**

1	-Sundry Creditors for Services	19,000	19,000
	<b>Total in</b>	<b>19,000</b>	<b>19,000</b>

**Note : 7 Non Current Investment**

1	Investment in Equity Instrument( At Cost) Quoted 27,19,000 Eq. Shares of Amradeep Industries Ltd.	5,000,000	5,000,000
		5,000,000	5,000,000
	UNQUOTED (F.V. Rs.10/- each) 20000 e.Shares sof Girish metals Ltd	6,000,000	6,000,000
	130600 E.Shares of Northpole Finance Ltd	52,240,000	52,240,000
	33300 E.Shares of Pratik Minerals P.Ltd	9,990,000	9,990,000
	5400 E.Shares of Shalibhadra Steels P.Ltd	1,620,000	1,620,000
	13700 E.Shares of Shankeshwer Metals P.Ltd	4,110,000	4,110,000
	18000 E.Shares of Shanti Tradelink P.Ltd	5,400,000	5,400,000
	440 E.Shares of Siddhi Vinayak Tradelink P.Ltd	132,000	132,000
		79,492,000	79,492,000
	Market Value Of Quoted Investment	36,217,080	51,600,000
	<b>Total in</b>	<b>84,492,000</b>	<b>84,492,000</b>

**Note : 8 Long Term Loans and Advances**

1	Other Loans & Advances	36,000,000	36,000,000
	<b>Total in</b>	<b>36,000,000</b>	<b>36,000,000</b>

**Note : 9 Other Non Current Assets**

1	Others	120,022,472	120,033,708
	<b>Total in</b>	<b>120,022,472</b>	<b>120,033,708</b>

**Note : 10 Current Investment**

1	Investment in Equity <b>Unquoted</b> Balmukhi Textile P.Ltd	21,500,000	00
	Shiva Speciality Yarn Ltd (10000 Equity shares)	5,000,000	00
	HCS Food Ltd (6000 Equity shares)	3,000,000	00
	Madhur Knitcrafts P.Ltd	7,000,000	00
	P. Lal Pvt Ltd	2,500,000	00
	Varun Casting P.Ltd	3,000,000	00
	<b>Total in</b>	<b>42,000,000</b>	<b>00</b>

**Note : 6 Fixed Asset****I. Fixed Assets at Hathras Unit**

Sr. No	Particulars	Rate	Gross Block				Depreciaton				Net Block	
			Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	WDV as on 31.12.2011	WDV as on 31.03.2011
I	<b>Tangible Assets</b>											
	Computer	40.00%	1,037,850	--	--	1,037,850	1,030,012	3,135	--	1,033,147	4,703	7,838
	<b>SUB TOTAL (A)</b>		<b>1,037,850</b>	<b>--</b>	<b>--</b>	<b>1,037,850</b>	<b>1,030,012</b>	<b>3,135</b>	<b>--</b>	<b>1,033,147</b>	<b>4,703</b>	<b>7,838</b>
	<b>(Previous Year)</b>		<b>1,037,850</b>	<b>--</b>	<b>-</b>	<b>1,037,850</b>	<b>1,024,787</b>	<b>5,225</b>	<b>--</b>	<b>1,030,012</b>	<b>7,838</b>	<b>13,063</b>

**Note : 11 Cash & Cash Equivalent**

Sr. No	Particulars	Current Year	Previous Year
1	<b>Cash-in-Hand</b>		
	Cash Balance	105,040	131,739
	<b>Sub Total (A)</b>	<b>105,040</b>	<b>131,739</b>
2	<b>Bank Balance</b>		
	Bank of India	9520	42830
	Hdfc	32768	974
	HDfc 236	502	502
	<b>Sub Total (B)</b>	<b>42,790</b>	<b>44,306</b>
	<b>Total [ A + B + C ]</b>	<b>147,830</b>	<b>176,045</b>

**Note : 12 Other Income**

1	Loss on sale of shares	00	( 1,600)
	<b>Total in</b>	<b>00</b>	<b>( 1,600)</b>

**Note : 13 Employment Benefit Expenses**

1	Salaries, Bonus, PF & ESIC	151,250	45,250
	<b>Total in</b>	<b>151,250</b>	<b>45,250</b>

**Note :14 Financial Cost**

1	Interest on Other loans	00	00
2	Bank Charges	641	546
	<b>Total in</b>	<b>641</b>	<b>546</b>

**Note : 15 Depreciation & Amortised Cost**

1	Depreciation	3,135	5,225
2	Preliminary Expenses W/O	11,235	11,236
	<b>Total in</b>	<b>14,370</b>	<b>16,461</b>

**Note : 16 Other Expenses**

1	Audit Fees	10,000	10000
2	Annual Custody Fees	25,575	00
3	Demat Charges	00	605
4	Listing Fees	66,180	39030
5	Misc. Exp	11,000	1450
6	Printing & Stationery	7,940	3306
7	Professional Fees	15,000	7500
8	Roc Exp.	500	10000
9	RTA Expenses	32,853	10000
	<b>Total in</b>	<b>169048</b>	<b>81,891</b>

**Note: 17** Expenditure in foreign currency: Nil

**Note: 18** Income in Foreign Currency: Nil

**Note:19** Balance of Sundry Debtors, Creditors, Loans & Advances given and accepted as agreed by the management, is subject to confirmation.

**Note:20** Previous years figures are regrouped and rearranged wherever necessary.

**Note:21** Accounting Standard 17 – Segment Reporting, There are no segments in the course of business carried on by the company.

**Note:22** Accounting Standard 18 – Related party Disclosures. No transaction with related parties was made during the year.

**Note:23**

<b>EARNING PER SHARE (AS 20)</b>	<b>2011-12</b>	<b>2010-11</b>
PROFIT/ (LOSS) AFTER TAX	(335309)	(145748)
NO. OF EQUITY SHARES	2,40,00,000	2,40,00,000
EARNING PER SHARE	-0.01	-0.01

**Note:24** We have verified the vouchers and documentary evidences wherever made available. Where no documentary evidence was available, we have relied on the authentication given by the management.

**Note:25** Payment to Auditors

Perticular	<u>31.03.2012</u>	<u>31.03.2011</u>
For Statutory Audit	10000	10000

As per our report on even date

For Y. D. & Co.  
**CHARTERED ACCOUNTANTS**  
 Firm Reg. No. 018846 N

**FOR AND ON BEHALF OF THE BOARD**

(CA RAKESH PURI)  
 PARTNER  
 Membership No. 092728  
 Place: Ludhiana  
 Date: 03.08.2012

HARLEENSINGH KATHURIA  
 (DIRECTOR)

NILESHKUMAR T KAVA  
 (DIRECTOR)

Place: Mumbai  
 Date: 03.08.2012

**TURBOTECH ENGINEERING LIMITED**

Regd. Office: 8, Gandhi Building, Near Akruli Road, Near Dena Bank, Kandiwali (E), Mumbai-400101

30th Annual General Meeting to be held on 31.08.2012 at 11:30 A.M. at 8, Gandhi Building, Near Akruli Road, Near Dena Bank, Kandiwali (E), Mumbai-400101, Maharashtra, India.

**ATTENDANCE SLIP**

Registered Folio No.:..... (or)

Demat Account No.:..... D.P. ID No.:.....

Name of the Shareholder:.....

I/we hereby certify that I am/we are Member/s/ Proxy of the Member/s of the Company holding ..... Shares.

.....  
**Signature of Member/s/ Proxy**

- A member or his duly appointed Proxy willing to attend the meeting must fill-up this Admission Slip and hand over at the entrance.
- Name of the Proxy in Block Letters.....  
(in case a Proxy attends the meeting)
- Those who hold shares in demat form to quote their Demat A/c. No. and Depository Participant (D.P.) ID No.

✂-----Cut Here-----

**TURBOTECH ENGINEERING LIMITED**

Regd. Office: 8, Gandhi Building, Near Akruli Road, Near Dena Bank, Kandiwali (E), Mumbai-400101

30th Annual General Meeting to be held on 31.08.2012 at 11:30 A.M. at 8, Gandhi Building, Near Akruli Road, Near Dena Bank, Kandiwali (E), Mumbai-400101, Maharashtra, India.

**PROXY FORM**

I/We

.....  
\of

.....  
Member / Members of TURBOTECH ENGINEERING LIMITED hereby appoint..... of .....of failing him/her..... of .....as my/our Proxy to attend and vote for me/us on my/ our behalf at the 30th Annual General Meeting of the Company to be held on 31.08.2012 at 11:30 A. M. at **8, Gandhi Building, Near Akruli Road, Near Dena Bank, Kandiwali (E), Mumbai-400101, Maharashtra, India** and at any adjournment thereof.

Signed on this .....day of .....2012.

Affix  
Revenue  
Stamp

Ref. Folio No.....

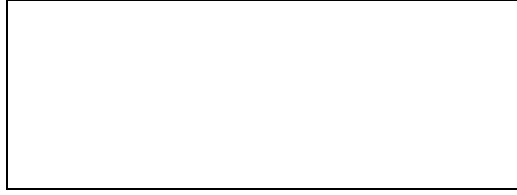
Signature .....

Demat Account No..... D.P. ID No.....

No. of Shares held.....

- The Proxy form should be signed by the member across the stamp.
- A member intending to appoint a Proxy should complete the Proxy Form and deposit it at the Company's Regd. Office, at least 48 before the time.
- Those who hold shares in demat form to quote their Demat A/c. No. and Depository Participant (D.P.) ID No.

# BOOK-POST



If undelivered, please return to:

---

**TURBOTECH ENGINEERING LIMITED**

Regd. Office: 8, Gandhi Building, Near Akruli Road, Near Dena Bank, Kandiwali (E), Mumbai-400101