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Annual General Meeting will be held on Tuesday, 29th September 2015 at 10.00 a.m. at Samudaya Nala Koodam, Vallanur, Ambattur Chennai – 600 062.

As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copies to the meeting.

Visit us at [www.tatia.co.in](http://www.tatia.co.in)

## CORPORATE INFORMATION

<b>BOARD OF DIRECTORS:</b>	<b>DIN Nos:</b>	<b>DESIGNATION</b>
Mr.S. Pannalal Jain Tatia	01208913	Chairman
Mr.S.P.Bharat Jain Tatia	00800056	Managing Director
Mr. Arun Kumar Bafna	00900505	Independent Director
Ms. D. Hemamalini	02914395	Independent Director
<b>STATUTORY AUDITORS</b>	:	M/s K.Subramanyam & Co. Chartered Accountants No.252, Mugapair ERI Scheme Third Main Road, Chennai – 600 037
<b>REGISTERED OFFICE</b>	:	“Aroshree Towers,” 3rd Floor, No.19, Rutland Gate, 4th Street, Nungambakkam, Chennai -600 006 Ph: 044-64585921, Fax: 044-43084750 E-mail:tatia@vsnl.com, Website: www.tatia.co.in CIN: L18101TN1994PLCO26546
<b>COMPLAINCE OFFICER</b>	:	S.P. Bharat Jain Tatia Email Id: tatia@vsnl.com Ph: 044 - 65155920
<b>BANKERS</b>	:	State Bank of Travancore Commercial Branch, Teynampet, Chennai - 600 018  HDFC Bank Limited No.40, Nungambakkam High Road, Chennai - 600 034
<b>REGISTRAR &amp; SHARE TRANSFER AGENT</b>	:	M/s Purva Shareregistry (India)Pvt Ltd No.9,Shiv Shakti Ind.Estate, J.R.Boricha Marg, Lower Parel(E), MUMBAI 400 011 Ph: 022-23018261/022-23016761, Fax: 022-2301 2517 E-mail: purvashr@mtnl.net.in/busicomp@vsnl.com
<b>SECRETARIAL AUDITOR</b>	:	P.S. Srinivasan, M/s. Lakshmmi Subramanian & Associates, #81, Murugesu Naicker Complex, Greems Road, Thousand Lights, Chennai – 600 006.

## NOTICE OF THE ANNUAL GENERAL MEETING

Notice is hereby given that the 21st Annual General Meeting of the Company will be held on Tuesday, the 29th September, 2015 at 10.00 a.m, at Samudaya Nala Koodam, Vallanur, Ambattur, Chennai 600 062 to transact the following business.

### ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet as at 31st March 2015 and the Statement of Profit & Loss account for the year ended on that date together with the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in the place of Mr.S.P.Bharat Jain Tatia (DIN: 00800056) who retires by rotation and being eligible, offers himself for re-appointment.
3. To consider and, if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:  
 "RESOLVED THAT, in terms of the provisions of Sections 139,142 and other applicable provisions, if any, of the Companies Act, 2013 read with the underlying rules viz. Companies (Audit and Auditors) Rules, 2014 as may be applicable and pursuant to the resolution of the Members at the 21st Annual General Meeting held on 29th September, 2015, the appointment of M/s K.Subramanyam & Co., Chartered Accountants, (Registration No. 004146S), as statutory auditors of the Company, to hold office from the conclusion of this Meeting until the conclusion of the 25th Annual General Meeting (AGM) of the Company, be ratified by the Members on a remuneration inclusive of service tax and such other tax(es) (as may be applicable) and reimbursement of all out-of pocket expenses in connection with the audit of the accounts of the Company (including terms of payment) to be fixed by the Board of Directors of the Company, based on the recommendation of the Audit Committee."

### SPECIAL BUSINESS

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:  
 "RESOLVED THAT, pursuant to the provisions of Sections 196, 197,203 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 rules made there under (including any statutory modification(s) or re-enactment thereof), read with Schedule V to the Companies Act, 2013, approval of the Company be and is hereby accorded to the re-appointment of Mr. S. P.Bharat Jain Tatia, as Managing Director (DIN: 00800056) as recommended by the nomination and remuneration committee, approved by the Board of Directors at their meeting held on 17.04.2015 for a further period of 5 years and as per the terms and conditions of remuneration."  
 "RESOLVED FURTHER THAT, the Board of Directors be and is hereby authorized to alter or vary the scope of remuneration of Mr. S P Bharat Jain Tatia, Managing Director, including the monetary value thereof, to the extent recommended by the nomination and remuneration committee from time to time as may be considered appropriate, subject to the overall limits as per Schedule V to the Companies Act, 2013.  
 RESOLVED FURTHER THAT, any Directors of the Company be and are hereby severally authorized to do all necessary acts, deeds and things, which may be usual, expedient or proper to give effect to the above resolution."

By Order of the Board  
 For TATIA GLOBAL VENNTURE LIMITED  
 Sd/-  
 S.P.Bharat Jain Tatia  
 Managing Director  
 Din.No.00800056

Place: Chennai

Date: 28th August 2015

**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.**
2. The instrument appointing proxy (duly completed, stamped and signed) in order to be effective must be deposited at the registered office of the company not less than 48 hours before the commencement of the 21st Annual General Meeting of the company.
3. Corporate Members intending to send their authorised representatives to attend the Meeting are requested to send a duly certified copy of Board Resolution on the letterhead of the Company, signed by one of the Directors or Company Secretary or any other authorized signatory and / or duly notarized Power of Attorney, authorizing their representatives to attend and vote on their behalf at the Meeting.
4. With effect from 1st April 2014, inter alia, provisions of Section 149 of Companies Act, 2013 has been brought into force. In terms of the said section read with section 152 (6) of the Act, the provisions of retirement by rotation are not applicable to Independent Directors. Profile of directors seeking re-appointment as stipulated in terms of Clause 49 of the listing agreement with the stock exchanges is provided in the report on corporate governance, which forms an integral part of this annual report.
5. The equity shares of the Company are listed on Bombay Stock Exchange Limited.
6. **The Register of Members and Share Transfer books of the Company will remain closed from 19th September, 2015 to 29th September, 2015 (both days inclusive).**
7. Members holding shares in physical form, in multiple folios in identical names or joint accounts in the same order or names, are requested to send their share certificates to the Company's Registered Office at "Aroshree Towers, 3rd Floor, No:19, Rutland Gate, 4th Street, Nungambakkam, Chennai-600006 for consolidation into one folio.
8. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants, with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address immediately to the Company/ Registrar and Transfer Agent, M/s. Purva Sharegistry (India) Pvt Ltd
9. Pursuant to Section 72 of the Companies Act, 2013, shareholders holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company's Registrar and Transfer Agent, M/s. Purva Sharegistry (India) Pvt Ltd. In respect of shares held in electronic / demat form, the nomination form may be filed with the respective Depository Participant.
10. The Securities and Exchange Board of India has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company /Registrars and Transfer Agents, M/s. Purva Sharegistry (India) Pvt Ltd.
11. Voting through Electronic Means

In compliance with provisions of Section 108 of the Companies Act 2013 read with the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer E-Voting facility as an alternate, for its shareholders to enable them to cast their votes electronically at the 21st Annual General Meeting (AGM) through e-voting service provided by Central Depository Services (India) Limited. E-Voting is optional. The procedure and instructions for the same are as follows:

**In case of members receiving e-mail:**

- (i) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (ii) Click on "Shareholders" tab.
- (iii) Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"

- (iv) Now Enter your User ID (For CDSL: 16 digits beneficiary ID, For NSDL: 8 Character DP ID followed by 8 Digits Client ID, Members holding shares in Physical Form should enter Folio Number registered with the Company and then enter the Captcha Code as displayed and Click on Login.
- (v) If you are holding shares in Demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used. If you are a first time user follow the steps given below.
- (vi) Now, fill up the following details in the appropriate boxes:

	For Members holding shares	For Members holding shares
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)	
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.	
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.	

\*Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of your name and the sequence number in the PAN Field. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field.

# please enter any one of the details in order to login. In case either of the details are not recorded with the depository please enter the <Default Value> in the Dividend Bank details field.

- (vii) After entering these details appropriately, click on “SUBMIT” tab.
- (viii) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on <Company Name> on which you choose to vote.
- (xi) On the voting page, you will see Resolution Description and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the “Resolutions File Link” if you wish to view the entire Resolutions.
- (xiii) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvi) If Demat account holder has forgotten the changed password then Enter the User ID and Captcha Code click on Forgot Password & enter the details as prompted by the system.
- (xvii) Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates. After receiving the login details they have to link the account(s) which they wish to vote on and then cast their vote. They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

**In case of members receiving the physical copy:**

- (A) Please follow all steps from s. no. (i) to s. no. (xvii) Above to cast vote.
- (B) The voting period begins on 26/09/2015 (9:00 am) and ends on 28/09/2015 (5:00 pm). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22/09/2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

Please note that by virtue of providing the e-voting facility by the company as per Rule 20 of Companies (Management and Administration) Rules, 2014 the following will be applicable:

- (i) The manner of voting for the members being present in the General Meeting will be on "proportion principle" ie one share – one vote unlike one person one vote principle, further provision of the Companies Act, 2013 relation to demand for poll will not be relevant.
- (ii) The option of voting by show of hands will not be available for members present in the General Meeting in view of clear provision of section 107 of the Companies Act, 2013, ie voting by show of hands would not be allowable in cases where Rule 20 of Companies (Management and Administration) Rules, 2014 is applicable.
- (iii) Any member who has voted through e-voting facility provided by the company may also participate in the General Meeting in person, but such a member will not be able to exercise his vote again in the meeting, and the earlier vote casted through electronic means will be treated as final.

The Notice of the Annual General Meeting and this Communication are also available on the website of the Company at [www.tatia.co.in](http://www.tatia.co.in).

Voting rights shall be reckoned on the paid up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. 22nd September 2015

A Person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. 22nd September 2015 only shall be entitled to avail the facility of remote e-voting.

- 12. Mrs.Lakshmmi Subramanian, Senior Partner, M/s. Lakshmmi Subramanian& Associates., Practicing Company Secretaries (C.P.No.3534, FCS 1087) has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- 13. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.tatia.co.in](http://www.tatia.co.in) .The results shall also be immediately forwarded to BSE Limited, Mumbai.
- 14. The Explanatory Statement as required under section 102 of the Companies Act, 2013 in respect of Special Business(s) is attached herewith.

By Order of the Board  
For TATIA GLOBAL VENNTURE LIMITED  
Sd/-  
S.P.Bharat Jain Tatia  
Managing Director  
Din.No.00800056

Place: Chennai

Date: 28th August 2015

**STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013****ITEM NO: 4**

The Board at its meeting held on 17th April, 2015, upon the recommendation of the Remuneration Committee, has recommended the appointment and terms of remuneration of Mr. S. P. Bharat Jain Tatia as Managing Director of the Company for a period of five years from 17th April, 2015. Keeping in view the experience and expertise of Mr. S.P. Bharat Jain Tatia, the Board considers it desirable that the Company should continue to avail the services of Mr. S.P. Bharat Jain Tatia and accordingly recommends the resolution for approval by the members, subject to Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force)

A notice has been received from a member proposing Mr. S.P. Bharat Jain Tatia as a candidate for the office of Director of the Company along with the Refundable Deposit of Rs.1,00,000/-. Broad particulars of the terms of appointment of and remuneration payable to Mr.S.P. Bharat Jain Tatia is as under:

**(a) Terms of Remuneration:**

Mr. S. P. Bharat Jain Tatia is proposed to be paid a monthly salary of Rs.50,000/- per month, by way of monthly salary re-imbusement of expenses, Sitting Fees, perquisites, Commission not exceeding the maximum limit of Rs. 8,00,000/- as prescribed under Schedule V.

**(b) Other Terms:**

- (i) The Managing Director will perform the duties as such with regard to all work of the Company and he will manage and attend to such business and carry out the orders and directions given by the Board from time to time in all respects and conform to and comply with all such directions and regulations as may from time to time be given and made by the Board.
- (ii) The Managing Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors.
- (iii) The Managing Director shall adhere to the Company's Code of Business Conduct & Ethics for Directors and Management Personnel.
- (iv) The office of the Managing Director may be terminated by the Company or the concerned Director by giving the 3 (three) months' prior notice in writing.

Mr. S. P. Bharat Jain Tatia satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for appointment as Managing Director.

Mr. S.P. Bharat Jain Tatia is not disqualified from being appointed as Director in terms of Section 164 of the Act. The above may be treated as a written memorandum setting out the terms of appointment of Mr. S.P.Bharat Jain Tatia under Section 190 of the Act.

Mr. S.P. Bharat Jain Tatia may be deemed to be concerned or interested, financially or otherwise, to the extent of the aforesaid shareholding in respect of his appointment as Managing Director.

Mr. S.Pannalal Jain Tatia, who is his relative and a Director of the Company, and their other relatives, to the extent of their shareholding interest in the Company, may be deemed to be concerned or interested in the appointment of Mr. S.P. Bharat Jain Tatia as Managing Director of the Company, Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.4 of the Notice. The Board recommends the Ordinary Resolution set out at Item No.4 of the Notice for approval by the shareholders. This Explanatory Statement may also be regarded as a disclosure under Clause 49 of the Listing agreement with the Stock Exchange.

None of the Directors, Key Managerial Personnel and their relatives, except Mr.S.Pannalal Jain Tatia, being relative of Mr. S.P. Bharat Jain Tatia and Mr. S.P. Bharat Jain Tatia, himself, are concerned or interested in the said resolution.

The Directors recommend the aforesaid resolution for the approval by the members as an Ordinary Resolution.

**Details of Directors seeking appointment/re-appointment in the Annual General Meeting  
(Pursuant to Clause 49 of the Listing Agreement)**

Name of the Director	S.P. Bharat Jain Tatia
Date of Birth	24/05/1970
DIN	00800056
Date of Appointment	12.4.2010
Relationship With Other Directors	Son of Mr. S. Pannalal Jain Tatia
Expertise in Specific Function Area	Export Industry, Investment Consultancy and Capital Market Operations
Qualification	B.Com
<b>Board Membership of the Other Companies as on 31.3.2015</b>	
<b>Public Limited Companies</b>	<b>Designation</b>
M/s. Kreon Financial Services Limited	Director
<b>Private Limited Companies</b>	<b>Designation</b>
1. Tatia Estates Pvt Ltd	Director
2. Navyug Developers Pvt Ltd	Director
3. Sakareme Developers Pvt Ltd	Director
4. Deverbetta Lands Pvt Ltd	Director
5. Kalyanang Developers Pvt Ltd	Director
6. Pajjuvasami Developers Pvt Ltd	Director
7. Sagarvar Gambhira Developers Pvt Ltd	Director
8. Sundervans Infrastructure & Developers Pvt Ltd	Director
9. Sarvamangal Estates & Holdings Pvt Ltd	Director
10. Tatia Global Renewable Energy Resources Pvt Ltd	Director
11. Thali Estates Pvt Ltd	Director
12. Makemy Innerwear India Pvt Ltd	Director
13. Krios Business Services Pvt Ltd	Director
Chairmanship/Membership of the Committees of the Board of Directors of the Company as on 31.3.2015	NIL
Chairmanship/Membership of the Committees of Directors of other Companies in which he is a Director as on March 31, 2015	
Audit Committee	NIL
Stake Holders Relationship Committee	NIL
Nomination & Remuneration Committee	Member in Nomination & Remuneration Committee in M/s. Kreon Financial Services Ltd
Share Holding in the Company	87,04,280



## DIRECTORS REPORT

Dear Shareholders

Your Directors have pleasure in presenting the 21<sup>st</sup> ANNUAL REPORT of your company together with the Auditors Report for the year ended 31<sup>st</sup> March 2015.

### 1. FINANCIAL HIGHLIGHTS

The Financial Results for the year ended 31st March 2015.

Rs. In Lakhs

Particulars	Year ended 31st March 2015 Standalone	Year ended 31st March 2014 Standalone	Year ended 31st March 2015 Consolidated	Year ended 31st March 2014 Consolidated
Income from Operations	170.36	424.52	170.36	424.52
Profit/(Loss) before depreciation Interest and Tax				
Interest	96.10	69.13	94.96	67.49
Depreciation	17.33	13.96	17.33	13.96
Profit/(Loss) before Tax	4.63	5.68	4.63	5.68
Provision for Tax	74.14	49.49	73.00	47.85
Deferred Tax	---	---	---	---
Profit/ (Loss) after tax	74.14	49.49	73.00	47.85

### 2. BUSINESS & PERFORMANCE

During the year under review, the Company has made a standalone profit of Rs.74.14 lacs for the financial year 2014-2015 as compared to standalone profit of Rs.49.49 lacs for the financial year 2013-2014. Your Company has made a consolidated profit of Rs.73.00 lacs for the financial year 2014-2015 as compared to consolidated Profit of Rs.47.85 lacs for the financial year 2013-2014.

### 3. DIVIDEND

In order to conserve resources the Board of Directors have decided not to declare any dividend for the current financial year 2014-15.

### 4. TRANSFER TO GENERAL RESERVES

Your Company proposes to transfer Rs.74,13,919.00 to the General Reserves.

### 5. MATERIAL CHANGE AND COMMITMENTS OF THE COMPANY

There are no material changes and commitments affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report; and there are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

### 6. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENT

The Company has given loan of Rs.18,18,26,724/- under Section 186 of the Act during the financial year 2014-15. The Company has not given any guarantee nor made any investments during the Financial year 2014-2015.

### 7. SUBSIDIARY COMPANIES

Your Company has six subsidiaries. There are no associate companies within the meaning of Section 2(6) of the Companies Act, 2013 ("Act"). Further there has been no material change in the nature of business of the subsidiaries.

Shareholders interested in obtaining a copy of the audited annual accounts of the subsidiary company may write to the Company.

In terms of proviso to sub section (3) of Section 129 of the Act, the salient features of the financial statement of the subsidiaries is set out in the prescribed form AOC-1, which forms part of the annual report.

Performance and financial position of the subsidiary companies is given in Annexure-I.

#### **8. TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

Company's business does not require any technology absorption and hence no reporting is required to be furnished under this heading.

Foreign Exchange inflow and outflow during the year is Nil.

#### **9. DEPOSITS:**

Your Company has not accepted any deposits from the public during the year under review. There are no outstanding deposits as on 31st March 2015.

#### **10. DIRECTORS AND KEY MANAGERIAL PERSONNEL RETIREMENT BY ROTATION**

In terms of Section 152 of the Companies Act 2013, Mr. S. P.Bharat Jain Tatia , who retire by rotation at the forthcoming AGM and is eligible for re-appointment. Mr. S. P.Bharat Jain Tatia offered himself for re-appointment. Brief profile is mentioned in the Notice of forthcoming Annual General Meeting of the company.

#### **REAPPOINTMENT OF MANAGING DIRECTOR**

In terms of Section 196,197,203 and any other applicable provisions of the Companies Act 2013, Mr. S. P.Bharat Jain Tatia, is eligible for re-appointment as the Managing Director (DIN: 00800056) w.e.f 17th April 2015 for a further period 5 years as recommended by the nomination and remuneration committee, approved by the Board of Directors at their meeting held on 17.04.2015, such terms as contained in the Explanatory Statement.

#### **INDEPENDENT DIRECTOR**

Pursuant to the provisions of clause 49 of the Listing Agreement entered into with the Stock Exchange Mr. Arun Kumar Bafna and Ms. D. Hemamalini are the Independent Directors of the Company and appointment was made for 5 years at the 20th AGM.

#### **KEY MANAGERIAL PERSONNAL**

Mr.Subbarayan Ekambaram was appointed as the Chief Financial Officer of the Company with effect from 22.08.2014 during the financial year.

The Company is yet to appoint company secretary and has given advertisement and circulars at the Institute of Company Secretaries of India (ICSI).

The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Executive Directors was carried out by the Independent Directors.

#### **11. STATUTORY AUDITORS**

M/s. K.Subramanyam & Co., Chartered Accountants, (Firm Registration Number 004146S) have been appointed as statutory auditors of the company at the last Annual General Meeting held on 29/09/2014, to hold office till the conclusion of the twenty first Annual General Meeting of the company.

The Board of Directors of the company has recommended the appointment of Messrs. K.Subramanyam & Co., Chartered Accountants, (Registration Number 004146S) as statutory auditors of the company from the conclusion of twenty first Annual General Meeting till the conclusion of twenty fifth Annual General Meeting of the company, subject to the ratification of appointment of Statutory Auditors at every annual general meeting by the shareholders.

#### **12. COMMENT ON STATUTORY AUDITOR'S REPORT**

There were no adverse remarks made by the statutory auditor, Mr. K. Subramanyam, Chartered Accountants bearing (Membership No. 023663, Regn. No. 004146S), in the Statutory Audit Report, during the current financial year.

### **13. SECRETARIAL AUDITORS**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s Lakshmmi Subramanian & Associates, Practising Company Secretaries, (CP No.1087:, FCS:3534), Company Secretaries to undertake the secretarial audit of the company. The Secretarial Audit Report is annexed herewith as 'Annexure VI'.

### **14. COMMENT ON SECRETARIAL AUDITOR REPORT**

With Reference to the remarks made by the secretarial auditor, Mr. P.S. Srinivasan, Associate partner M/s. Lakshmmi Subramanian & Associates Practising Company Secretaries bearing (CP No. 3122), in the Secretarial Audit Report, the company has taken the corrective measures during the current financial year.

### **15. PERSONNEL**

According to Section 197(12) of the Companies Act, 2013 read with rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, none of the employees fall under the category specified under the said Section and the Rules made there-under.

### **16. RELATED PARTIES TRANSACTIONS**

The Company has entered into contract / arrangements with the related parties in the ordinary course of business and on arm's length basis. The provisions of Section 188(1) of the Act are not applicable. Details given in Annexure - II Form No. AOC 2.

### **17. EXTRACT OF ANNUAL RETURN**

The extract of Annual Return as provided under Sub-Section (3) of Section 92 of the Companies Act, 2013 ( the "Act") is enclosed at Annexure-III in the prescribed form MGT-9 and forms part of this Report.

### **18. RISK MANAGEMENT**

The Risk Management is overseen by the Audit Committee of the Company on a continuous basis. The Committee oversees Company's process and policies for determining risk tolerance and review management's measurement and comparison of overall risk tolerance to established levels. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuous basis.

### **19. DISCLOSURE AS PER SEXUAL HARRASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has zero tolerance for sexual harassment at workplace and has in place a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed there under. During the financial year 2014-15, the Company has not received any complaints on sexual harassment.

### **20. MANAGEMENT DISCUSSION & ANALYSIS REPORT**

As per Clause 49 of the listing agreement entered into with the stock exchanges, Management Discussion and Analysis report (ANNEXURE – IV) and Corporate Governance Report with Auditors' certificate thereon (ANNEXURE-V) are attached and form part of this report.

### **21. CORPORATE GOVERNANCE REPORT**

The Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by SEBI. The report on Corporate Governance as stipulated under the Listing Agreement forms an integral part of this Report. The requisite certificate from the Auditors of the Company confirming compliance with the conditions of corporate governance is attached to the report on Corporate Governance.

## 22. NUMBER OF MEETINGS OF THE BOARD

Seven meetings of the Board of Directors of the Company were held during the year. For detail of the meetings, please refer to the Corporate Governance Report, which forms part of this Report.

## 23. CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT

The Directors and members of Senior Management have affirmed compliance with the Code of Conduct for Directors and Senior Management of the Company. A declaration to this effect has been signed by Mr. S.P. Bharat Jain Tatia, the Managing Director of the Company and forms part of the Annual Report and the website of the Company at [www.tatia.co.in](http://www.tatia.co.in)

## 24. VIGIL MECHANISM

The Company has established a vigil mechanism for Directors and employees to report their genuine concerns. For details, please refer to the Corporate Governance Report attached to this Report and the website of the Company at [www.tatia.co.in](http://www.tatia.co.in).

## 25. CORPORATE SOCIAL RESPONSIBILITY

The provisions of Companies Act, 2013 regarding Corporate Social Responsibility are not attracted to the company as per the act and no committee is required to be form.

## 26. DIRECTORS' RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

- a. that in the preparation of the annual financial statements for the year ended March 31, 2015, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b. that such accounting policies as mentioned in Notes to the Financial Statements have been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2015 and of the profit of the Company for the year ended on that date;
- c. that proper and sufficient care has been taken 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. that the annual financial statements have been prepared 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. That systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

## 27. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS-BEFORE ACKNOWLEDGEMNT IN DIRECTORS REPORT

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

## 28. ACKNOWLEDGEMENTS

The Board of Directors would like to thank all employees of the Company and also Company's shareholders, auditors, customers and bankers for their continued support.

**On behalf of the Board of Directors  
For Tatia Global Vennture Limited  
Sd/-**

**S.P.Bharat Jain Tatia  
Managing Director  
DIN.NO.00800056**

**Place: Chennai**

**Date: 28<sup>th</sup> August 2015**

**Annexure-II - FORM NO. AOC -2**

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

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

## 1. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	M/s Kreon Financial Services Ltd
b)	Nature of contracts/arrangements/transaction	Loans Borrowed
c)	Duration of the contracts/arrangements/transaction	Annual
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Current Account
e)	Date of approval by the Board	-
f)	Amount paid as advances, if any	Rs. 12,50,000/-

## 2. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	M/s Ashram Online.Com Ltd
b)	Nature of contracts/arrangements/transaction	Loans Borrowed
c)	Duration of the contracts/arrangements/transaction	Annual
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Current Account
e)	Date of approval by the Board	-
f)	Amount paid as advances, if any	Rs.95,21,576/-

## 3. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	M/s Make My Innerwear India Pvt Ltd
b)	Nature of contracts/arrangements/transaction	Loans Borrowed
c)	Duration of the contracts/arrangements/transaction	Annual
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Current Account
e)	Date of approval by the Board	-
f)	Amount paid as advances, if any	Rs.5,19,128/-

## 4. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	M/s Sarvamangal Estate & Holdings Pvt Ltd
b)	Nature of contracts/arrangements/transaction	Loans Given
c)	Duration of the contracts/arrangements/transaction	Annual
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Current Account
e)	Date of approval by the Board	-
f)	Amount paid as advances, if any	Rs.15,19,129/-

**ANNEXURE – III FORM NO. MGT 9****EXTRACT OF ANNUAL RETURN**As on financial year ended on **31.03.2015**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:**

1.	CIN	L18101TN1994PLC026546
2.	Registration Date	13/01/1994
3.	Name of the Company	M/s TATIA GLOBAL VENNTURE LIMITED
4.	Category/Sub-category of the Company	Company Limited By Shares
5.	Address of the Registered office & contact details	AROSHREE TOWERS, 3RD FLOOR, NO. 19, RUTLAND GATE, 4TH STREET,NUNGAMBAKKAM, CHENNAI -600 006
6.	Whether listed company	YES
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s PURVA SHAREGISTRY (INDIA) PVT LTD NO.9,SHIV SHAKTI IND.ESTATE, J.R.BORICHA MARG,LOWER PAREL (E) MUMBAI 400 011. PH:022-2301 8261/022-23016761 FAX:022-2301 2517 E-mail:purvashr@mtnl.net.in/ busicomp@vsnl.com

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY** (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Commercial and Industrial		Nil

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -**

S. No	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	DEVERBETTA LANDS PVT LTD AROSHREE TOWERS, 3RD FLOOR, NO. 19, RUTLAND GATE, 4TH STREET, NUNGAMBAKKAM,CHENNAI- 600006	U70102TN2007PTC 064615	Subsidiary	100%	Section 129(3)
2	THALI ESTATES PVT LTD AROSHREE TOWERS, 3RD FLOOR, NO. 19, RUTLAND GATE, 4TH STREET, NUNGAMBAKKAM,CHENNAI- 600006129	U70101TN2007PTC 064742	Subsidiary	100%	Section 129(3)
3	KALYANANG DEVELOPERS PVT LTD AROSHREE TOWERS, 3RD FLOOR, NO. 19, RUTLAND GATE, 4TH STREET, NUNGAMBAKKAM,CHENNAI- 600006	U45200TN2008PTC 066828	Subsidiary	100%	Section 129(3)

4	PAJJUVASAMI DEVELOPERS PVT LTD AROSHREE TOWERS, 3RD FLOOR, NO. 19, RUTLAND GATE, 4TH STREET, NUNGAMBAKKAM, CHENNAI- 600006	U45200TN2008PTC 066825	Subsidiary	100%	Section 129(3)
5	SAGARVAR GAMBHIRA DEVELOPERS PVT LTD AROSHREE TOWERS, 3RD FLOOR, NO. 19, RUTLAND GATE, 4TH STREET, NUNGAMBAKKAM, CHENNAI- 600006	U45102TN2007PTC 064713	Subsidiary	100%	Section 129(3)
6	SUNDERVANS INFRASTRUCTURE AND DEVELOPERS PVT LTD AROSHREE TOWERS, 3RD FLOOR, NO. 19, RUTLAND GATE, 4TH STREET, NUNGAMBAKKAM, CHENNAI- 600006	U45202TN2007PTC 064636	Subsidiary	100%	Section 129(3)

#### IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

##### A) Category-wise Share Holding

Category of Share holders	No. of Shares held at the beginning of the year [As on 31-March-2014]				No. of Shares held at the end of the year [As on 31-March-2015]				% Change during the year
	Demat	Physical	Total	% of Total Share	Demat	Physical	Total	% of Total Share	
<b>A. Promoter's (1) Indian</b>									
a) Individual/ HUF	41901313	0	41901313	27.64	41901313	0	41901313	27.64	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	15736985	0	15736985	10.38	15736985	0	15736985	10.38	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
<b>Total share holding of Promoter (A)</b>	<b>57638298</b>	<b>0</b>	<b>57638298</b>	<b>38.01</b>	<b>57638298</b>	<b>0</b>	<b>57638298</b>	<b>38.01</b>	<b>0</b>
<b>B. Public Shareholding</b>									
1. Institutions	0	0	0	0	0	0	0	0	0
a) Mutual Funds	0	121440	121440	0.08	0	121440	121440	0.08	0
b) Banks / FI	0	4400	4400	0.00	0	4400	4400	0.00	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	1186449	0	1186449	0.78	1185339	0	1185339	0.78	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(1):-</b>	<b>1186449</b>	<b>125840</b>	<b>1312289</b>	<b>0.87</b>	<b>1185339</b>	<b>125840</b>	<b>1311179</b>	<b>0.86</b>	<b>0</b>

2. Non-Institutions									0
a) Bodies Corp.	48717584	762850	49480434	32.63	46687178	762850	47450028	31.30	0
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	7968127	13673000	21641127	14.27	9243037	13616680	22859717	15.08	0
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	8567721	9463480	18031201	11.89	9458218	9463480	18921698	12.48	0
c) Others (specify)	0	0	0	0	0	0	0	0	0
Non Resident Indians	0	0	0	0	0	0	0	0	0
Overseas Corporate Bodies	0	0	0	0	0	0	0	0	0
NRI's	61221	809160	870381	0.57	107181	806960	914141	0.60	0
Foreign Company	0	0	0	0	0	0	0	0	0
HUF	2528187	0	2528187	1.67	2520439	0	2520439	1.66	0
Clearing Members	118083	0	118083	0.08	4500	0	4500	0.00	0
Market Maker	0	0	0	0	0	0	0	0	0
Sub-total (B)(2):-	67960923	24708490	92669413	61.12	68020553	24649970	92670523	61.12	0
Total Public Share holding (B)=(B)(1)+(B)(2)	69147372	24834330	93981702	61.99	69205892	24775810	93981702	61.99	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0					0
<b>Grand Total (A+B+C)</b>	<b>126785670</b>	<b>24834330</b>	<b>151620000</b>	<b>100</b>	<b>126844190</b>	<b>24775810</b>	<b>151620000</b>	<b>100</b>	<b>0</b>



**B) Shareholding of Promoter**

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the
		No. of Shares	% of total shares of the company	% of shares pledged/ encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged/ encumbered to total shares	
1	KREON FINANCIAL SERVICES LTD	12381985	8.17	0	12381985	8.17	0	0
2	BHARAT JAI N TATIA	8704280	5.74	0	8704280	5.74	0	0
3	CHANDRAKANTHA TATIA	8280920	5.46	0	8280920	5.46	0	0
4	S.PANNALAL TATIA (HUF)	7000000	4.62	0	7000000	4.62	0	0
5	BHARAT JAIN TATIA & SONS(HUF)	7000000	4.62	0	7000000	4.62	0	0
6	JAIIASH TATIA	6935240	4.57	0	6935240	4.57	0	0
7	SANGITA TATIA	3980773	2.63	0	3980773	2.63	0	0
8	TATIA ESTATES PVT LTD	3355000	2.21	0	3355000	2.21	0	0
9	S.PANNALAL TATIA	100	0.00	0	100	0.00	0	0
	<b>TOTAL</b>	<b>57638298</b>	<b>38.01</b>	<b>0</b>	<b>57638298</b>	<b>38.01</b>	<b>0</b>	<b>0</b>

**C) Change in Promoters' Shareholding (please specify, if there is no change) -NIL****d) Shareholding Pattern of top ten Shareholders: (Other than Directors, Promoters and Holders of GDRs and ADRs):**

SN		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
1	At the beginning of the year Gummalapuram Estates Private Limited At the end of the year	17699540 17699540	11.67% 11.67%		

SN		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
2	At the beginning of the year Clarus Commercial Private Limited At the end of the year	9202600 9202600	6.06% 6.06%		

SN		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of	% of total shares of the company
3	At the beginning of the year				
	Carus Trading Private Limited	9287400	6.12%		
	At the end of the year	9190813	6.06%		

SN		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of	% of total shares of the company
4	At the beginning of the year				
	Darjeeling Automobile Private Limited	5800000	3.82%		
	At the end of the year	5800000	3.82%		

SN		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of	% of total shares of the company
5	At the beginning of the year				
	Kaluram Choudhary	3552800	2.34%		
	At the end of the year	3552800	2.34%		

SN		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of	% of total shares of the company
6	At the beginning of the year				
	A.Pachiappan	2614000	1.72%		
	At the end of the year	2614000	1.72%		

SN		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of	% of total shares of the company
7	At the beginning of the year				
	M.Palanivel	2330000	1.53%		
	At the end of the year	2330000	1.53%		

SN		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of	% of total shares of the company
8	At the beginning of the year Gulshan Investment Company Limited	1765592	1.16%		
	At the end of the year	1765592	1.16%		

SN		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of	% of total shares of the company
9	At the beginning of the year Sapna Parekh	1354990	0.89%		
	At the end of the year	1354990	0.89%		

SN		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of	% of total shares of the company
10	At the beginning of the year Silver Stallion Limited	1000000	0.65%		
	At the end of the year	1000000	0.65%		

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

SN		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of	% of total shares of the company
1	Mr. S.Pannalal Jain Tatia	100	0.00%	100	0.00%
2	Mr. S.P.Bharat Jain Tatia	8704280	5.74%	8704280	5.74%
3	Mr.Arun Kumar Bafna	440	0.00%	440	0.00%
4	Ms. D.Hemamalini	440	0.00%	440	0.00%

SN		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of	% of total shares of the company
1	Mr. E.Subbarayan (C.F.O)	440	0.00%	440	0.00%

**V. INDEBTEDNESS - Indebteness of the Company including interest outstanding / accrued but not due for Paymert - NIL**
**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-**
**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		MR. S.P.BHARAT JAIN TATIA-MANAGING DIRECTOR	WHOLE TIME DIRECTOR	MANAGER	MANAGER	
1	Gross salary	Rs .50,000/- per month	Nil	Nil	Nil	Rs. 50,000/- per month
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil	Nil	Nil	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Nil	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil	Nil
4	Commission - as % of profit - others, specify...	Nil	Nil	Nil	Nil	Nil
5	Others, please specify- Fee for attending board committee meetings Ceiling as per the Act	Rs.6,000/-	Nil	Nil	Nil	Rs.6,000/-

**B. Remuneration to other directors**

S.no	Particulars of Remuneration	Name of Directors				Total Amt
1	Independent Directors	Mr. Arun Kumar Bafna	Ms. D.Hema malini	Nil	Nil	
	Fee for attending board committee meetings	Rs.6000/-	Rs.4000/-	Nil	Nil	Rs.10000/-
	Commission	Nil	Nil	Nil	Nil	
	Others, please specify	Nil	Nil	Nil	Nil	
	<b>Total (1)</b>	<b>Rs.6000/-</b>	<b>Rs.4000/-</b>	<b>Nil</b>	<b>Nil</b>	<b>Rs.10000/-</b>

2	Other Non-Executive Directors	Mr.S.Pannalal Jain Tatia	Nil	Nil	Nil	
	Fee for attending board committee meetings	Rs. 5,000/-				Rs. 5,000/-
	Commission	Nil	Nil	Nil	Nil	
	Others, please specify	Nil	Nil	Nil	Nil	
	Total (2)	Rs.5,000/-	Nil	Nil	Nil	Rs. 5,000/-
	Total (B)=(1+2)	Rs.11000/-	Rs.4000/-	Nil	Nil	Rs.15,000/-
	Overall Ceiling as per the Act					

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

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	Mr. E. Subbarayan-CFO	Total
1	Gross salary			Rs.20,000/- per month	Rs.20,000/- per month
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
4	Commission	Nil	Nil	Nil	Nil
	- as % of profit	Nil	Nil	Nil	Nil
	others, specify...	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil
	Total			Rs.20,000/- per month	Rs.20,000/- per month

### VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

**ANNEXURE – IV****MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

Tatia Global Vennture Limited is primarily involved in Textiles and Infrastructure related projects. The Company business is positioned both in organic and inorganic growth model. While the primary business objective of the Company have been heavily relied upon yet the Company wants to strengthen its base in various projects through its Subsidiary Companies. The Global recession since 2008 have been a major obstacle in growth of the Company comparatively with projected (visa-vis) actual realizations. However the company expects the revival of business sentiments resulting in better deployment of resources to generate expected growth rate.

**1. Opportunities, Threats, Risks, Concerns and Outlook**

The Company's business, results of operations and financial condition are affected by number of risks, so the risk management function is of paramount importance and integral to the functioning of the company. The objective of the risk management strategy includes ensuring that critical risks are identified, monitored and managed effectively in order to protect the company's business. The company has formal reporting and control mechanism to ensure timely information availability and facilitate pro-active risk management. At the enterprise level de-risking of the company's business risk is sought to be achieved by a policy of undertaking diversified projects in different verticals, geographic and diversions are independently responsible for monitoring risk associated within their prospective areas of operation.

**2. SEGMENT WISE/PRODUCT WISE PERFORMANCE**

The Company currently has only one segment in line with the Accounting Standard on Segment Reporting (AS-17). Segment information has been prepared in conformity with the accounting policies adopted for preparing and presenting the financial statements of the company.

**3. INTERNAL CONTROL SYSTEM AND ADEQUACY**

The Company has adequate system of internal control in place. This is to ensure that assets are safeguarded and all transactions are authorized, recorded and correctly reported. The internal audit function is empowered to examine the adequacy, relevance and effective control system, compliance with policies, plans and statutory requirements. The top management and the Audit Committee of the Board review the findings and recommend to the Board for improvement on the same.

**4. FINANCIAL PERFORMANCE**

We are confident that in financial year 2016, we should again see a healthy growth both in the turnover and the order book. We indeed are back on growth track. Further the company has planned to diversify itself into the infra structure developmental activities. The financial performance of the company has been given in detail separately in the Director's report.

**5. MATERIAL DEVELOPMENTS IN HUMAN RESOURCE**

The company believes, thinks and performs in a manner that is in line with global best of breed practices. Your company attaches significant importance to continuous up gradation of Human resource for achieving higher level of efficiency customer satisfaction and growth.

**6. CAUTIONARY STATEMENT**

This report contains forward looking statements, which may be identified by their use of words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates', or other words of similar meaning. All statements that address expectations or projections about the future, including, but not limited to statements about the Company's strategy for growth, product development, market position, expenditures and financial results are forward- looking statements. Forward looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company's actual results, performance or achievements could thus differ materially from those projected in any such forward looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

**ANNEXURE - V****REPORT ON CORPORATE GOVERNANCE****1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE**

The Company defines Corporate Governance as a systematic process by which companies are directed and controlled to enhance their wealth generating capacity. Since large corporations employ vast quantum of social resources, we believe that the governance process should ensure that these companies are managed in a manner that meets stakeholders' aspirations and social expectations.

The basic objective of corporate governance policies adopted by the company is to attain the highest levels of transparency, accountability and integrity. This objective extends not merely to meet with statutory requirements but also goes beyond them by putting into place procedures and systems, which are in accordance with best practice of governance. Your company believes that good corporate governance enhance the trust and confidence of all the stakeholders. Good practice in corporate behavior helps to enhance and maintain public trust in companies and stock market.

**2. Board of Directors****Composition and category of Board of Directors.**

The Board of Directors of the company comprises of Executive Chairman, a Managing Director and two Independent (Non Executive) Directors, including a WOMAN DIRECTOR.

<b>Name</b>	<b>Category</b>
Mr. S.Pannalal Jain Tatia	Chairman-Promoter/ Executive Director
Mr.S.P.Bharat Jain Tatia	Promoter/ Managing Director
Mr. Arun Kumar Bafna	Non- executive / Independent Director
Ms.D. Hemamalini	Non- executive / Independent Director

**Attendance at the Board Meetings and Annual General Meeting are as under:****Dates of Board Meeting**

During the financial year 2014-2015 -Seven (7) meetings were held on the following dates:

4th April 2014, 30th May 2014, 31st July 2014, 22nd August 2014, 29th September 2014, 31st October 2014, 29th January 2015.

The Board comprises of two independent directors out of present strength of four directors. Composition, attendance of each director at the Board Meetings and at the last AGM and the number of other directorship, committee memberships are set out below:

<b>Name</b>	<b>Category</b>	<b>No. of Board Meeting attended</b>	<b>Attendance at the last AGM</b>	<b>Directorship in other Companies</b>	<b>Other Companies Committee Chairman</b>	<b>Other Companies Committee Membership</b>
Mr. S.Pannalal Jain Tatia	Chairman-Promoter/ Executive Director	6	Yes	16	Nil	3
Mr.S.P.Bharat Jain Tatia	Promoter/ Managing Director	7	Yes	14	Nil	1
Mr. Arun Kumar Bafna	Non- executive / Independent Director	7	Yes	Nil	Nil	Nil
Ms. D. Hema malini	Non- executive / Independent Director	5	Yes	2	Nil	3

### 3. Board Committees:

The Company has constituted the following Committees as follows:-

#### A. Audit Committee

##### Charter

The primary object of Audit Committee of the company is to monitor and provide effective supervision of the management's financial reporting process with a view to ensure accurate, timely and proper disclosures and transparency, integrity and quality of financial reporting.

##### Composition

The company derived immense benefit from the deliberation of audit committee comprising of the following directors of the company:

Name	Category of membership
Ms. D. Hemamalini	Chairman
Mr. S. Pannalal JainTatia	Member
Mr. Arun Kumar Bafna	Member

Chairman is a non-executive Independent director.

The major terms of reference of this committee are as under:

- Reviewing with management, the financial statements before submission of the same to the Board
- Overseeing of company's financial reporting process and disclosures of its financial information.
- Reviewing the adequacy of the internal audit function.
- Recommendation for appointment and fixing remuneration of statutory auditors.
- Reviewing the reports furnished by the statutory auditors and ensuring suitable follow up thereon.

##### Meeting and Attendance of the Committee

During the financial year five Audit Committee meetings were held on the following dates, 30.05.2014, 31.07.2014, 22.8.2014, 31.10.2014 and 29.01.2015. The terms of reference of the Audit Committee are as per the guidelines set out in the Listing Agreements with the Stock Exchanges.

The attendance of directors at the Audit Committee meetings held during the year 2014-2015 is given below:

Name	Category of membership	Meetings held	Meetings attended
Ms.D. Hemamalini	Chairman	5	4
Mr.S.Pannalal JainTatia	Member	5	4
Mr.Arun Kumar Bafna	Member	5	5

#### B. Nomination and Remuneration Committee

The Nomination and Remuneration Committee was formed on 22nd August 2014, with the following members:

Name	Category of membership	Meetings held	Meetings attended
Ms.D. Hemamalini	Chairman	1	1
Mr.S.Pannalal JainTatia	Member	1	1
Mr.Arun Kumar Bafna	Member	1	1

Chairman of the Committee is a Non-Executive Independent Director.



### Terms of reference

The Nomination and Remuneration Committee specifically looks into the fixation of remuneration of the Key Managerial Personnel and evaluates the appointment of Independent Directors.

### FORMULATION OF POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS AND THEIR REMUNERATION

The Nomination and Remuneration Committee discussed and thereafter decided upon the policy for selection of appointment of directors and their remuneration. The highlights of this policy are available at the company's website at [www.tatia.co.in](http://www.tatia.co.in)

### 2. REMUNERATION

The Non Executive Directors shall be entitled to receive remuneration by way of sitting fees for participation in the Board / Committee meetings as detailed hereunder:

- i. A Non Executive Director shall be entitled to receive sitting fees for each meeting of the Board or Committee meeting attended by him/her at his/her discretion of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014;
- ii. The Independent Directors of the Company shall not be entitled to participate in the Stock Option Scheme of the Company, if any, introduced by the Company.

S.no.	Name of The Director	Salary Perquisites (Rs.)	Sitting Fees (Rs.)	Relationship with Directors
1.	Mr. S. Pannalal Tatia	NIL	6,000/-	Father of Mr. S.P. Bharat Jain Tatia
2.	Mr. S. P. Bharat Jain Tatia	6,00,000 (per Annum)	6,000/-	Son of Mr. Pannalal Tatia
3.	Mr. Arun Kumar Bafna	NIL	6,000/-	NIL
4.	Ms. Hemamalini	NIL	6,000/-	NIL

### C. Stakeholders/Investors Grievance and Share Transfer Committee Composition

The Stakeholders/Investors Grievance and Share Transfer Committee meetings held on 31.7.2014, 31.10.2014, and 29.1.2015 with the following members

Name	Category of membership	Meetings held	Meetings attended
Mr.Arun Kumar Bafna	Chairman	3	3
Ms.D. Hemamalini	Member	3	3

Chairman of the Committee is a non-executive independent director.

### Terms of reference

The shareholders/investor grievances committee specifically looks into redressing of shareholder's and investor's complaints such as transfer of shares, non-receipt of shares, non-receipt of declared dividend, conversion of shares and to ensure expeditious share transfers.

### Meeting and Attendance of the Committee

The Committee oversees the performance of share transfer and recommends measures to improve the shareholders/investors service. The said committee met three (3) times during the financial year 2014-15. The Managing Director is the compliance officer.

### Shareholders queries received and replied in 2014-15

During the financial year 2014-15, Fifty Seven (57) complaints were received from shareholders and were replied / redressed to the satisfaction of the investors. There are no complaints pending as on date of this report. There were no share transfers pending as at 31st March 2015.

### Auditors Certificate on Corporate Governance

A certificate obtained from the Auditors of the company on the Compliance of Corporate Governance is enclosed.

### D. Meeting and Attendance of the Independent Directors Committee

The Committee oversees the performance of the key managerial personnel of the company. The said committee met once on 9.10.2014 to evaluate the performance of Independent Directors of the company in order to comply with the SEBI Directives and the Listing Agreement, during the financial year 2015-16.

Name	Category	Meetings held	Meetings attended
Mr.Arun Kumar Bafna	Independent Director	1	1
Ms.D. Hemamalini	Independent Director	1	1

### INDEPENDENT DIRECTORS' DECLARATION

Mr. Arun Kumar Bafna & Ms. D. Hemamalini who are Independent Directors, have submitted a declaration that each of them meets the criteria of independence as provided in Sub-Section (6) of Section 149 of the Act and revised Clause 49 of the Listing Agreements. Further, there has been no change in the circumstances which may affect their status as independent director during the year.

### PERFORMANCE EVALUATION OF BOARD, COMMITTEE AND DIRECTORS

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of the Audit and Nomination & Remuneration Committees and the same was based on questionnaire and feedback from all the Directors on the Board as a whole, Committees and self-evaluation.

A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance. A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgement, safeguarding the interests of the Company and its minority shareholders etc.

### PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider trading with a view to regulate trading in securities by the Directors and designated employees of the Company The required information is available at the companies Website at [www.tatia.co.in](http://www.tatia.co.in)

### DISCLOSURES

The company has always ensured fair code of conduct and maintained transparency. There were no instances of non-compliance by the company, penalties, strictures imposed on the company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

In accordance with requirement of Companies Act as well as listing agreement a vigil mechanism has been adopted by the board of directors and accordingly a whistle blower policy has been formulated with a view to provide a mechanism for employees of the company to approach Chairman of the Audit Committee of the Company to report any grievance. A link to such policy is also provided in the website of the company. Compliances, rules & regulations as laid down by various statutory authorities has always been observed by the company since such change over both in letter as well as in spirit. The Board has obtained certificates/ disclosures from key management personnel confirming they do not have any material financial and commercial interest in transactions with the company at large.

## COMPLIANCE WITH ACCOUNTING STANDARDS

In the preparation of the financial statements, the Company has followed the Accounting Standards notified pursuant to Companies(Accounting Standards) Rules, 2006 (as amended) and the relevant provision of the Companies Act, 1956 read with General Circular 8/2014dated April 04, 2014, issued by the Ministry of Corporate Affairs. The significant accounting policies which are consistently applied have been set out in the Notes to the Financial Statements.

### 4. General Body Meetings

The particulars of Annual General Meeting held during the last three years are as under:

Year	Location	Date	Time
2011-12	Samudaya Koodam Hall,Moraianjal ,Chennai-600 055.	27/09/2012	9.30 A.M.
2012-13	Samudaya Koodam Hall,Morai ,Chennai-600 055.	30/09/2013	9.30 A.M.
2013-14	Samudaya Nala Koodam,Vallanur, Chennai 600 062	29/09/2014	10.00 A.M.

### Postal Ballot

Authorization to Board of Directors to invest funds of the Company as specified under Section 186 of the Companies Act, 2013 was passed through Postal Ballot in the last AGM.

### 5. MEANS OF COMMUNICATION

The annual, half-yearly and quarterly results are regularly submitted to the Bombay stock exchange in accordance with the listing agreement and are published in Trinity Mirror (English) and Makkal Kural (Tamil) newspapers.

### 6. VIGIL MECHANISM / WHISTLE BLOWER POLICY

In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior, the company proposes to adopt a vigil mechanism policy during the financial year 2015-16.

### 7. RELATED PARTY TRANSACTIONS

There were no contracts or arrangements entered into by the company in accordance with provisions of section 188 of the Companies Act, 2013. However, there were material related party transactions in terms of clause 49 of the listing agreement. All material related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

All Related Party Transactions are placed before the Audit Committee as also the Board for approval.

None of the Directors has any pecuniary relationships or transactions vis-à-vis the Company.

### 8. GENERAL SHAREHOLDERS INFORMATION

#### ANNUAL GENERAL MEETING

The 21st Annual General Meeting of the Company will be held on Tuesday, 29th September, 2015 at 10.00 A.M. at Samudaya Nala Koodam, Vallanur, Ambattur , Chennai - 600 062.

#### Financial calendar for the year 2015-2016 (Provisional)

1	Results for the first quarter ending 30th June, 2015	Fourth week of July, 2015
2	Results for the second quarter ending 30th September, 2015	Fourth week of October 2015
3	Results for the third quarter ending 31st December, 2015	Fourth week of January, 2016
4	Results for the fourth quarter ending 31st March, 2016	Fourth week of May, 2016
5	Annual General Meeting for the year ending 31st March, 2016	Fourth Week of September, 2016

## LISTING ON THE STOCK EXCHANGES

The Equity shares of the Company are listed on the Bombay Stock Exchange. The Company has paid annual listing fees to the respective stock exchange.

**BSE Stock Code: 521228**

**ISIN No : INE083G01031**

### Market price data

High/Low during each month in last financial year at the Bombay Stock Exchange

Month	Share Prices (Rs.)	
	High	Low
Apr-14	0.46	0.30
May-14	0.50	0.26
Jun-14	0.76	0.52
Jul-14	0.78	0.70
Aug-14	0.75	0.63
Sep-14	1.10	0.63
Oct-14	0.99	0.63
Nov-14	0.78	0.49
Dec-14	0.74	0.48
Jan-15	0.84	0.57
Feb-15	0.60	0.49
March-15	0.51	0.35

### Registrar and transfer agents

**M/s. PURVA SHAREGISTRY (INDIA) PVT LTD**

No.9, Shiv Shakti Ind. Estate.

J.R.Boricha Marg, Lower Parel(E), Mumbai 400 011

Tel: 022-2301 8261 / 022-2301 6761, Fax: 022 -2301 2517

E-mail: purvashr@mtnl.net.in / busicomp@vsnl.com

### Address for communication

**M/s TATIA GLOBAL VENNTURE LTD**

"Aroshree Towers", 3rd Floor,

No.19, Rutland Gate,4th Street,Nungambakkam

Chennai – 600 006

Tel: 044-64585921 / 044-65155920, Fax: 044-43084750

### Share Transfer System

Presently the share transfer documents, which are received by the Company, are processed, approved and kept ready for dispatch within 15 days from the date of the receipt.

**Distribution of shareholding as on 31st March 2015**

Slab of shareholdings	Shareholders	%	Shares	%
Upto 5000	24339	97.39	15565067	10.27
5001-10000	284	1.14	2164087	1.43
10001-20000	143	0.57	1982779	1.31
20001-30000	76	0.30	1857676	1.23
30001-40000	26	0.10	904414	0.60
40001-50000	25	0.10	1138438	0.75
50001-100000	31	0.12	2227710	1.47
Above 100000	66	0.26	125779829	82.96
<b>Total</b>	<b>24990</b>	<b>100.00</b>	<b>151620000</b>	<b>100.00</b>

**Shareholding pattern as on 31st March 2015**

Categories	Number of shares	%
Promoters, Directors, relatives and associates	57638298	38.02
Mutual Funds	121440	0.08
FII's	1185339	0.78
Corporate Bodies	47450028	31.30
Indian Public	41781415	27.56
HUF	2520439	1.66
NRI's/OCB's	914141	0.60
Clearing Members	4500	0.00
Banks/FI	4400	0.00
<b>Total</b>	<b>151620000</b>	<b>100.00</b>

**Dematerialisation of shares**

The equity shares of the company has been admitted for dematerialization with NSDL and CDSL, 83.66% of the company's paid up Equity share capital has been dematerialized up to March, 31, 2015.

**E-mail ID of Investor Grievance Redressal Cell**

E-mail ID: [tatia@vsnl.com](mailto:tatia@vsnl.com)

**10. Non-Mandatory Requirements**

- Chairman of the Board: The Company maintains the office of the Chairman at its Corporate Office/ Registered Office.
- The Board has duly constituted a Remuneration Committee under the Chairmanship of Ms.D. Hemamalini, which determines the remuneration package for Executive Directors.
- Shareholder Rights: The quarterly financial results are regularly submitted to the stock exchanges.
- Audit qualifications: The company has unqualified financial statements.
- Training of Board members: Periodical meetings are held with skilled consultancy agencies for the Board members to apprise them of recent developments and existing laws and practices
- Mechanism of evaluating Non-executive directors: Same as above.
- Whistle Blower Policy: The Company has a Whistle blower Policy.

**DECLARATION**

As provided under Clause 49 of the Listing agreement with the Stock Exchanges, this is to confirm that all the members of the board and the senior Management have affirmed compliance with the Code of conduct for the year ended 31st March, 2015

For Tatia Global Vennture Ltd.

Sd/-

S.P.Bharat Jain Tatia

Managing Director

DIN NO.00800056

Place: Chennai

Date: 28th August 2015

### **Auditor's Certificate on Corporate Governance**

I have examined the compliance of Corporate Governance by Tatia Global Vennture Limited for the year ended on 31st March 2015, as stipulated in Clause 49 of the Listing Agreement of the said Company with stock exchange (s).

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

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

On the basis of information and explanation given to me and as per the records maintained by the Company, I state that no investor grievances is pending for a period exceeding one month against the Company.

I further state that such compliance is neither an assurance as to the future viability of the Company nor effectiveness with which the management has conducted the affairs of the Company.

For M/s K.SUBRAMANYAM & CO.  
Chartered Accountants,  
(Firm Registration Number - 004146S)  
Sd/-  
K.SUBRAMANYAM  
PROPRIETOR  
(Membership Number - 023663)

Place: Chennai

Date: 30th May, 2015

**ANNEXURE - I****FORM AOC - 1****(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)**

Statement containing salient features of the financial statement of subsidiaries

**Part A: Subsidiaries**

1. Name of the subsidiary - Wholly owned subsidiary
2. Reporting period for the Subsidiary concerned, if different from the holding company's reporting period - Same as the holding company
3. Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries – NOT APPLICABLE

Name of the Subsidiary Company	Dever Betta Lands Pvt Ltd	Kalyanang Developers Pvt Ltd	Pajjuvasam Developers Pvt Ltd	Sagarvar Gambhira Developers Pvt Ltd	Sundervans Infrastructure & Developers Pvt Ltd	Thali Estates Pvt Ltd
Reporting Period	1.4.2014 To 31.3.2015 (Rs. In lacs)	1.4.2014 To 31.3.2015 (Rs. In lacs)	1.4.2014 To 31.3.2015 (Rs. In lacs)	1.4.2014 To 31.3.2015 (Rs. In lacs)	1.4.2014 To 31.3.2015 (Rs. In lacs)	1.4.2014 To 31.3.2015 (Rs. In lacs)
Share capital	1.00	1.00	1.00	1.00	1.00	1.00
Reserves & surplus	(-)2.79	(-)2.41	(-)2.57	(-)2.59	(-)2.45	(-)2.36
Total Assets	183.50	200.28	173.51	184.93	176.08	162.10
Total Liabilities	183.50	200.28	173.51	184.93	176.08	162.10
Investments	-	-	-	-	-	-
Turnover (Revenue)	-	-	-	-	-	-
Profit before taxation	(-)0.20	(-)0.19	(-)0.19	(-)0.18	(-)0.19	(-)0.19
Provision for taxation (Deferred Tax)	-	-	-	-	-	-
Profit after taxation	(-)0.20	(-)0.19	(-)0.19	(-)0.18	(-)0.19	(-)0.19
Proposed Dividend	-	-	-	-	-	-
% of shareholding	100	100	100	100	100	100
Notes:						

There is no subsidiary which is yet to commence operations.

There is no subsidiary which has been liquidated or sold during the year.

For and on behalf of the Board of Directors

Sd/-

PANNALAL JAIN TATIA

Director

DIN.NO.01208913

S.P.BHARAT JAIN TATIA

Director

DIN.NO.00800056

Place: Chennai

Date: 30.5.2015

**PARTICULARS AS REQUIRED UNDER SECTION 134(3)(M) OF THE COMPANIES ACT, 2013  
READ WITH THE COMPANIES ( ACCOUNTS) RULES, 2014.**

**SUBSIDIARY COMPANY**

The Company has six subsidiaries. The Company is not attaching copies of the balance sheet and profit & loss account, reports of Board of Directors and Auditors thereon, in respect of the subsidiary as required under Section 212(1) of the Companies Act, 1956 ('the Act') to its accounts as per the dispensation available pursuant to the directions issued by the Ministry of Corporate Affairs vide general circular no. 2/2011. However, as required under the aforesaid circular and pursuant to clause 32 of the Listing Agreement, the consolidated financial statement of the company duly audited by the statutory auditors forms part of this annual report. The company shall make available, the annual accounts and related information of its subsidiary, to those shareholders who wish to have the copies of the same. Further these documents shall be available for inspection by a shareholder at the registered office of the company as well as its subsidiary on any working day during business hours.

For TATIA GLOBAL VENNTURE LIMITED

Sd/-

E.Subbarayan  
Chief Financial Officer

Place: Chennai

Date: 30th May 2015



## CFO CERTIFICATION

The Board of Directors

Tatia Global Vennture Limited

Chennai

I, E.Subbarayan, Chief Finance Officer of Tatia Global Vennture Limited, on the basis of the review of the financial statements and cash flow statement for the year ended 31st March, 2015 and to the best of our knowledge and belief, hereby certify that:

1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
2. These statements together present a true and fair view of the company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
3. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March 2015 are fraudulent, illegal or violative of the Company's code of conduct.
4. I accept responsibility for establishing and maintaining internal controls for financial reporting, I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, those deficiencies in the design or operation of such internal controls of which I am aware and the steps I have taken or purpose to take to rectify these deficiencies.
5. I have indicated to the Auditors and the Audit Committee:
  - there have been no significant changes in internal control over financial reporting during the year covered by this report.
  - there have been no significant changes in accounting policies during the year and the same have been disclosed in the notes to the financial statements.

FOR TATIA GLOBAL VENNTURE LTD  
E.Subbarayan  
Chief Financial Officer

Place: Chennai

Date: 30th May 2015

**ANNEXURE - VI****SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED 31.03.2015

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

To the Members

M/s. TATIA GLOBAL VENNTURE LIMITED  
 AROSHREE TOWERS, 3RD FLOOR,  
 NO. 19, RUTLAND GATE, 4TH STREET,  
 NUNGAMBAKKAM,  
 Chennai - 600006

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by TATIA GLOBAL VENNTURE LIMITED (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2015, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by TATIA GLOBAL VENNTURE LIMITED ("the Company") for the financial year ended on 31st March, 2015 according to the provisions as applicable to the Company during the period of audit:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under to the extent of Regulation 55A;
- (iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - (c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client to the extent of securities issued;
  - (d) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009
  - (e) The Listing Agreements entered into by the Company with the Stock Exchanges, where the equity shares of the Company are listed
  - (f) Secretarial Standards issued by the Institute of Company Secretaries of India (Not Applicable for the Audit Period)
- (v) There are no laws/ Regulations (as amended from time to time), as informed and certified by the management of the Company which are specifically applicable to the Company based on their sector/ industry.
- (vi) It is reported that during the period under review, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, etc except the following.

- ◆ Company is in the process of appointing a Whole-time Company Secretary in employment and the company has also taken steps by advertising its vacancy in the leading newspapers.

We further report that there were no actions/events in the pursuance of

- (a) The Securities and Exchange Board of India (Share Based employee Benefits) Regulations, 2014
- (b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (c) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998
- (d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (e) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of External Commercial Borrowings;

requiring compliance thereof by the Company during the Financial Year under review.

We further report that, based on the information provided by the Company, its officers and authorized representatives during the conduct of the audit, and also on the review of quarterly compliance reports by respective department heads / company secretary / CFO taken on record by the Board of Directors of the Company, in our opinion, adequate systems and processes and control mechanism exist in the Company to monitor and ensure compliance with applicable other general laws including Industrial Laws, Human Resources and labour laws.

We further report, that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial auditor and other designated professionals.

We further report that:

The Board of Directors of the Company is generally well constituted with proper balance of Executive Directors, Non-Executive Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were delivered and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

We further report that during the audit period, no events, other than the following, have occurred during the year, which have a major bearing on the Company's affairs

- Adoption of new set of Articles of Association (AOA).
- Delisted of Madras Stock Exchange (MSE) is due to the closure of MSE as per the SEBI Guidelines.
- Authorization to Board of Directors to invest funds of the Company as specified under Section 186 of the Companies Act, 2013 was passed through Postal Ballot in the last AGM.

For LAKSHMMI SUBRAMANIAN & ASSOCIATES

Sd/-

P.S. SRINIVASAN

Associate Partner

C.P.NO. 3122

Place: CHENNAI

Date : 28th August 2015

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

**ANNEXURE-A**

**M/s. TATIA GLOBAL VENNTURE LIMITED**

AROSHREE TOWERS, 3RD FLOOR,  
NO. 19, RUTLAND GATE, 4TH STREET,  
NUNGAMBAKKAM,  
Chennai - 600006

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

For LAKSHMMI SUBRAMANIAN & ASSOCIATES

Sd/-

P.S. SRINIVASAN

Associate Partner

C.P.NO. 3122

Place: Chennai

Date : 28th August 2015

# Independent Auditors' Report

TO THE MEMBERS OF M/s. TATIA GLOBAL VENNTURE LIMITED

## REPORT ON THE STANDALONE FINANCIAL STATEMENTS

I have audited the accompanying standalone financial statements of **M/s. TATIA GLOBAL VENNTURE LTD** ("the Company"), which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

### MANAGEMENT'S RESPONSIBILITY FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone 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 of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### AUDITOR'S RESPONSIBILITY

My responsibility is to express an opinion on these standalone financial statements based on my audit.

I 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.

I conducted my audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that I 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.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion on the standalone financial statements.

### OPINION

In my opinion and to the best of my information and according to the explanations given to me, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015, and its profit/loss and its cash flows for the year ended on that date.

## REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

As required by Section 143 (3) of the Act, I report that:

- (a) I have sought and obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purposes of my audit.
- (b) In my opinion, proper books of account as required by law have been kept by the Company so far as it appears from my examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In my opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31st March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.

For K SUBRAMANYAM & CO  
CHARTERED ACCOUNTANTS  
(Firm's Registration No.004146S)

Sd/-

(K SUBRAMANYAM & CO)  
(PROPRIETOR)  
(Membership No.023663)

Place : Chennai

Date : 30.05.2015

**ANNEXURE REFERRED TO IN PARAGARAPH REPORT ON OTHER LEGAL AND  
REGULATORY REQUIREMENTS OF OUR REPORT OF EVEN DATE  
RE: M/s. TATIA GLOBAL VENNTURE LTD**

1. In respect of its fixed assets:
  - (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - (b) The company has physically verified certain assets during the year in accordance with a programme of verification, which in my opinion provides for physical verification of the fixed assets at reasonable intervals. According to the information & explanation given to me no material discrepancies were noticed on such verification.

2. In respect of its inventories:

- (a) There are no Inventories in the Company during the year.

3. In my opinion, the Company has granted any loan, secured or unsecured to companies firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013. The details are as under:-

Name of the Company	Interest Amount (Rs)	Closing Balance (Rs)
M/s.Sarvamangal Estate & Holdings Pvt Ltd	1,26,477/-	1519129/-

4. In my opinion and according to the information and explanation given to me, there are adequate internal control procedures commensurate with the size of the company and nature of its business.
5. The company has not accepted any deposits from the public during the period under review.
6. I have been informed by the management that the Central Government has not prescribed maintenance of cost records by the Company.
7. In Respect of Statutory Dues:
  - a. The company has been regular in depositing undisputed 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 with the appropriate authorities. According to the information and explanation given to me, no undisputed amounts payable in respect of income tax, wealth tax, sales tax, customs duty and excise duty were outstanding, at the yearend for a period of more than six months from the date they became payable.
  - b. According to the records of the company, there are no dues of sales tax, Income Tax, customs Duty, Wealth Tax, Excise Duty and Cess which have not been deposited on account of any dispute excepting the following:
  - c. According to the information and explanations given to me, there are no amounts required to be transferred to investor education and protection fund in accordance with the relevant provisions of the Companies Act 1956 (1 of 1956) and rules made there under.
8. At the end of the accounting year, there are no accumulated loss more than fifty percent of its net worth. The company has made profit during the period covered by my audit and also in the immediately preceding financial period.

9. Based on my audit procedures and on the information and explanations given by management, I am of the opinion that the company has not defaulted in repayment of the dues to financial institutions or bank or debenture holders.
10. According to the information and explanations given to me, the company has not given any guarantee for loans taken by others from bank or financial institutions.
11. The company has not received any new term loan during the year under review.
12. According to the information and explanation given to me, no fraud on or by the company has been noticed or reported during the year.

**For K SUBRAMANYAM & CO  
CHARTERED ACCOUNTANTS  
(Firm's Registration No. 004146S)**

**Sd/-**

**(K SUBRAMANYAM & CO)  
(PROPRIETOR)  
(Membership No.023663)**

**Place: Chennai**

**Date: 30.05.2015**



## TATIA GLOBAL VENNTURE LIMITED

STANDALONE BALANCE SHEET AS AT		31.03.2015	31.03.2014
EQUITY AND LIABILITIES			
	Sch	Rs.	Rs.
<b>1. Shareholder's funds:</b>			
a. Share Capital	1	151,620,000	151,620,000
b. Reserves & Surplus	2	123,662,837	116,248,918
c. Money received against share warrants		-	-
<b>2. Share application money pending allotment</b>			
<b>3. Non-Current Liabilities</b>			
a. Long-term borrowings		-	25,882
b. Deferred tax liabilities (Net)		490,992	490,992
c. Other Long term liabilities	3	21,699,146	19,834,462
d. Long-term provisions		-	-
<b>4. Current Liabilities</b>			
a. Short-term borrowings		-	-
b. Trade payables	4	4,037,313	998,030
c. Other current liabilities		-	-
d. Short-term provisions	5	70,000	39,000
<b>Total</b>		<b>301,580,288</b>	<b>289,257,284</b>
<b>II. Assets</b>			
<b>1. Non-current assets</b>			
a. Fixed assets			
i. Tangible assets	6	2,172,237	2,635,075
ii. Intangible assets		-	-
iii. Capital work-in-progress		-	-
iv. Intangible assets under development		-	-
b. Non-current investments	7	31,225,000	38,725,000
c. Deferred tax assets (net)		-	-
d. Long term loans and advances	8	183,344,224	161,053,206
e. Other non-current assets		-	-
<b>2. Current assets</b>			
a. Current investments		-	-
b. Inventories	-	-	-
c. Trade receivables	9	76,638,374	82,992,087
d. Cash and cash equivalents	10	4,809,494	761,913
e. Short-term loans and advances		-	-
f. Other current assets	11	3,390,958	3,090,003
<b>Total</b>		<b>301,580,288</b>	<b>289,257,284</b>
Notes Annexed to Forming Part of Accounts	17		

For and on behalf of the board  
M/s. TATIA GLOBAL VENNTURE LIMITED

As per my report on even date  
for K Subramanyam & Co.,  
Chartered Accountants.,

Sd/- Pannalal Tatia  
Executive Director  
DIN-01208913

Sd/- Bharat Tatia  
Managing Director  
DIN-00800056

Sd/- Subbarayan  
Chief Financial Officer

Sd/- K Subramanyam  
Proprietor  
Membership No. 23663  
Firm Regn No .004146S

Place : Chennai  
Date : 30.05.2015

## TATIA GLOBAL VENNTURE LIMITED

## STAND ALONE PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31.03.2015

Particulars	Note No	Figures for the current reporting period	Figures for the previous reporting period
		31.03.2015 Rs.	31.03.2014 Rs.
I. Sales		-	29,540,680
II. Income From Operations	12	17,035,829	12,911,625
Total Revenue (I +II)		17,035,829	42,452,305
III. Expenses:			
Cost of materials consumed		-	-
Purchase of Stock-in-Trade		-	27,147,510
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade		-	-
Employee benefit expense	13	1,188,655	1,200,969
Financial costs	14	1,732,697	1,396,209
Depreciation and amortization expense	15	462,838	568,464
Other expenses	16	6,237,720	7,190,457
Total Expenses		9,621,910	37,503,608
IV. Profit before exceptional and extraordinary items and tax (III - IV)		7,413,919	4,948,697
V. Exceptional Items		-	-
VI. Profit before extraordinary items and tax (V - VI)		7,413,919	4,948,697
VII. Extraordinary Items		-	-
VIII. Profit before tax (VII - VIII)		7,413,919	4,948,697
IX. Tax expense:			
(1) Current tax		-	-
(2) Short Provision for Previous year		-	-
(3) Deferred tax		-	-
X. Profit/(Loss) from the period from continuing operations (VII - VIII)		7,413,919	4,948,697
XI. Profit/(Loss) from discontinuing operations		-	-
XII. Tax expense of discounting operations		-	-
XIII. Profit/(Loss) from Discontinuing operations (XII - XIII)		-	-
XIV. Statutory Reserves		-	-
XV. Profit/(Loss) for the period (XI + XIV)		7,413,919	4,948,697
XVI Earning per equity share:			
(1) Basic		0.05	0.03
(2) Diluted		0.05	0.03

FOR AND ON BEHALF OF  
M/s TATIA GLOBAL VENNTURE LIMITED

As per my report of even date  
for K SUBRAMANYAM & Co.,  
Chartered Accountants.,

Sd/-  
PANNALAL TATIA  
Executive Director  
DIN.No. 01208913

Sd/-  
BHARAT TATIA  
Managing Director  
DIN.No. 00800056

Sd/-  
SUBBARAYAN  
Chief Financial Officer

Sd/-  
K Subramanyam  
Proprietor  
MemberShip No. 023663  
Firm Regn.No. 0041465

Place: Chennai  
Date: 30.05.2015

**M/s. TATIA GLOBAL VENNTURE LIMITED**  
**STAND ALONE CASH FLOW STATEMENT ANNEXED TO THE BALANCE SHEET**  
**FOR THE YEAR ENDED 31.03.2015**

		31.03.2015	31.03.2014
	No	Rs.	Rs.
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>			
Net Profit before tax and extraordinary items		7,413,919	4,948,696
Adjustments for :			
Add : Miscellaneous Expenditure w/off		-	-
Add : Depreciation		462,838	568,464
Add : Tax provision		-	-
Add : Tax provision	-	-	-
Less; Defered tax Adjustments	-	-	-
Less: Statutory Provision	-	-	-
Less : Misc. Expenses during the year	-	-	-
		7,876,757	5,517,160
Operating Profit before working Capital Changes			
Adjustments for			
Less : Increase in Current Assets	-	-	-
Add : Increase in current Liabilities	-	-	-
Add : Decrease in Current Assets		4,909,085	40,084,971
Less : Decrease in current Liabilities		(8,738,261)	46,101,726
Cash Flow From Operating activities	(A)	4,047,581	(499,595)
<b>B.CASH FLOW FROM INVESTING ACTIVITIES</b>			
Investments during the year		-	(34,670)
Cash Flow From Investment Activities	(B)	-	(34,670)
<b>C.CASH FLOW FROM FINANCE ACTIVITIES</b>			
Cash Flow From finance Activities	(C)	-	(63,506)
Increase / (Decrease) in cash and cash equivalent (A+B+C)		4,047,581	(597,771)
Cash and cash Equivalents as on 31.03.2014		761,913	1,359,684
Cash and cash Equivalents as on 31.03.2015		4,809,494	761,913
Net Increase/(Decrease) in Cash Balances		4,047,581	(597,771)

**AUDITOR'S STATEMENT**

I have examined the above Cash Flow Statement of **M/s. TATIA GLOBAL VENNTURE LTD** for the year ended 31.3.2015. The Statement has been prepared by the company. I accordance with the requirments of AS-3 and is based on and derived from and where applicable, and is In agreement with the profit and Loss a/c and Balance sheet of the company covered by my report dated 30th May 2015 to the members of the company.

FOR AND ON BEHALF OF  
**M/s TATIA GLOBAL VENNTURE LIMITED**

As per my report of even date  
 for **K SUBRAMANYAM & Co.,**  
 Chartered Accountants.,

Sd/-  
**PANNALAL TATIA**  
 Executive Director  
 DIN.No. 01208913

Sd/-  
**BHARAT TATIA**  
 Managing Director  
 DIN.No. 00800056

Sd/-  
**SUBBARAYAN**  
 Chief Financial Officer

Sd/-  
**K Subramanyam**  
 Proprietor  
 MemberShip No. 023663  
 Firm Regn.No. 0041465

Place: Chennai  
 Date: 30.05.2015

## M/s. TATIA GLOBAL VENNTURE LIMITED

### Schedules forming part of Accounts

Note No			Figures for the Current reporting period	Figures for the Previous reporting period	
<b>1</b>	<b>Share Capital</b>	<b>No. of Shares</b>	<b>31.03.2015</b>	<b>31.03.2014</b>	
	<b>EQUITY SHARE CAPITAL</b>		<b>Rs.</b>	<b>Rs.</b>	
	<b>Authorised Share capital</b>	<b>500,000,000</b>	<b>500,000,000</b>	<b>500,000,000</b>	
	<b>Issued, subscribed &amp; fully paid share capital</b>				
	151620000 Equity Shares of Rs.1/-each	151,620,000	151,620,000	151,620,000	
	<b>Total</b>		<b>151,620,000</b>	<b>151,620,000</b>	
<b>A</b>	<b>Details of Share Holders Holding More Than 5% of the Company</b>	<b>No. of Shares 31.3.2015</b>	<b>%</b>	<b>No. of Shares 31.3.2014</b>	<b>%</b>
1	Bharat Tatia	8,704,280	5.74	8,704,280	5.74
2	Chandranatha Tatia	8,280,920	5.46	8,280,920	5.46
3	Kreon Financial Services Ltd	12,381,985	8.17	12,381,985	8.17
4	Gummalapuram Estates Pvt Ltd	17,699,540	11.67	17,699,540	11.67
5	Carus Trading Pvt Ltd	9,190,813	6.06	9,287,400	6.13
6	Clarus Commercial Pvt Ltd	9,202,600	6.07	9,202,600	6.07
	<b>Total</b>	<b>65,460,138</b>	<b>43.17</b>	<b>65,556,725</b>	<b>43.24</b>
<b>2</b>	<b>Reserves and Surplus</b>		<b>Rs.</b>	<b>Rs.</b>	
	Capital Reserves		-	-	
	Securities Premium Reserves		125,130,000	125,130,000	
	Other Statutory Reserve / fund		-	-	
	Add: During The Year		-	-	
	<b>Sub Total A</b>		<b>125,130,000</b>	<b>125,130,000</b>	
	<b>General Reserve</b>				
	Profit & Loss Account (opening blance)		(8,881,082)	(13,829,778)	
	Add/Less: Profit/Loss for the current year		7,413,919	4,948,696	
	Less: Allocations / Appropriations		-	-	
	<b>Sub Total B</b>		<b>(1,467,163)</b>	<b>(8,881,082)</b>	
	<b>Total (A+B)</b>		<b>123,662,837</b>	<b>116,248,918</b>	
<b>3</b>	<b>Non - Current Liabilities</b>		<b>Rs.</b>	<b>Rs.</b>	
	<b>(C) Other Long Term Liabilities</b>				
	<b>Secured</b>				
	Other Long Term Liabilities		-	-	
	<b>Unsecured</b>				
	Other Long Term Liabilities		21,408,006	19,632,682	
	Service Tax Payable		160,934	165,750	
	TDS Payable		130,206	36,030	
	<b>Total</b>		<b>21,699,146</b>	<b>19,834,462</b>	
<b>4</b>	<b>Current Liabilities</b>		<b>Rs.</b>	<b>Rs.</b>	
	<b>Trade Payables</b>				
	Secured		-	-	
	Unsecured		4,037,313	998,030	
	<b>Total</b>		<b>4,037,313</b>	<b>998,030</b>	
<b>5</b>	<b>Short-term provisions</b>		<b>Rs.</b>	<b>Rs.</b>	
	Provision for Income tax		-	-	
	Salary Payable		55,000	24,000	
	Audit fees		15,000	15,000	
	<b>Total</b>		<b>70,000</b>	<b>39,000</b>	

<b>6</b>	<b>Tangible Assets</b>		<b>Rs.</b>	<b>Rs.</b>
	Land/ Building/ Plant & Equipment/ Furniture & fixtures/ Vehicles/ Office Equipment/ Others (individually)			
	<b>Gross Block:</b>			
	Opening Balance		6,510,276	6,446,770
	Add: acquisition through business combination		-	63,506
	Other Adjustments		-	-
	<b>Sub total</b>		<b>6,510,276</b>	<b>6,510,276</b>
	Less: Disposals		-	-
	Gross Block at year end (a)		6,510,276	6,510,276
	<b>Less: Depreciation</b>			
Opening Depreciation		3,875,200	3,306,736	
Depreciation for the year		462,838	568,464	
<b>Total accumulated depreciation (b)</b>		<b>4,338,039</b>	<b>3,875,200</b>	
<b>Net carrying value (a) - (b)</b>		<b>2,172,237</b>	<b>2,635,076</b>	
	<b>Total</b>		<b>2,172,237</b>	<b>2,635,076</b>

<b>7</b>	<b>INVESTMENTS</b>	<b>31.3.2015</b>	<b>31.3.2014</b>	<b>31.3.2015</b>	<b>31.3.2014</b>
	<b>NON CURRENT INVESTMENTS</b>				
<b>I</b>	<b>WHOLLY OWNED SUBSIDIARY</b>	<b>No.of Shares</b>	<b>No.of Shares</b>	<b>Rs.</b>	<b>Rs.</b>
	M/s. Devarbetta Lands Pvt Ltd	10,000	10,000	100,000	100,000
	M/s. Kalyanang Developers Pvt Ltd	10,000	10,000	100,000	100,000
	M/s. Pajjuvasami Developers Pvt Ltd	10,000	10,000	100,000	100,000
	M/s. Sagarvar Gambhira Developers Pvt Ltd	10,000	10,000	100,000	100,000
	M/s. Sundervans Infrastructure & Developers Pvt Ltd	10,000	10,000	100,000	100,000
	M/s. Thali Estates Pvt Ltd	10,000	10,000	100,000	100,000
	<b>Sub Total - I</b>	<b>60,000</b>	<b>60,000</b>	<b>600,000</b>	<b>600,000</b>
<b>II</b>	<b>OTHER EQUITY INVESTMENTS</b>				
	M/s. Kreon Financial Services Ltd (Market Value Rs. 2,98,74,000/-)	1,950,000	2,450,000	29,250,000	36,750,000
	M/s. Dreamz Unlimited	-	-	750,000	750,000
	M/s. Stallion Brands India Pvt Ltd - Share Application Money	62,500	62,500	625,000	625,000
	<b>Sub Total - II</b>	<b>2,012,500</b>	<b>2,512,500</b>	<b>30,625,000</b>	<b>38,125,000</b>
	<b>Grand Total (I+II)</b>	<b>2,072,500</b>	<b>2,572,500</b>	<b>31,225,000</b>	<b>38,725,000</b>

<b>8</b>	<b>Long Term Loans and Advances</b>		<b>Rs.</b>	<b>Rs.</b>
	Unsecured considered good			
	Security Deposits		-	-
	Loans and advances to related parties		-	-
	<b>Other loans and advances (Considered Good)</b>		<b>183,344,224</b>	<b>161,053,206</b>
	<b>Total</b>		<b>183,344,224</b>	<b>161,053,206</b>

<b>9</b>	Trade receivables		<b>Rs.</b>	<b>Rs.</b>
	Unsecured (Considered Good)		76,638,374	82,992,087
	<b>Total</b>		<b>76,638,374</b>	<b>82,992,087</b>

<b>10</b>	<b>Cash and cash equivalents</b>		<b>Rs.</b>	<b>Rs.</b>	
	<b>I Balances with banks:</b>				
	HDFC Bank Ltd - Nungambakkam Branch		225,745	(89,655)	
	Indian Bank - EDI A/c		6,542	6,542	
	IOB - EDI Tuticorin A/c		6,246	6,246	
	SBI - EDI A/c Chennai Branch		10,234	10,334	
	SBT - Commercial Branch		18,463	4,989	
	<b>II Cash on hand</b>		<b>4,542,264</b>	<b>823,457</b>	
		<b>Total</b>		<b>4,809,494</b>	<b>761,913</b>

<b>11</b>	<b>Other Current Assets</b>	<b>Rs.</b>	<b>Rs.</b>
	Deposits & Others	79,757	76,390
	TDS Receivable	1,676,095	1,730,705
	Income Tax Refundable	1,635,106	1,282,908
	<b>Total</b>	<b>3,390,958</b>	<b>3,090,003</b>
<b>12</b>	<b>Revenue from Operations (for companies other than a finance company)</b>	<b>Rs.</b>	<b>Rs.</b>
I	Sales	-	29,540,680
II a	Operating revenues	17,012,942	12,907,000
b	Other Income	22,887	4,625
	<b>Total</b>	<b>17,035,829</b>	<b>42,452,305</b>
<b>13</b>	<b>Employee Benefits Expense</b>	<b>Rs.</b>	<b>Rs.</b>
	Salaries and wages	1,121,476	1,121,306
	Staff welfare expenses	67,179	79,663
	<b>Total</b>	<b>1,188,655</b>	<b>1,200,969</b>
<b>14</b>	<b>Finance Costs</b>	<b>Rs.</b>	<b>Rs.</b>
	Interest expenses	1,730,275	1,392,948
	Bank commission /Charges	2,422	3,261
	<b>Total</b>	<b>1,732,697</b>	<b>1,396,209</b>
<b>15</b>	<b>Depreciation and Amortisation of Expenses</b>	<b>Rs.</b>	<b>Rs.</b>
	Depreciation of Tangible Assets	462,838	568,464
	Amortisation of Deferred Revenue Expenses	-	-
	<b>Total</b>	<b>462,838</b>	<b>568,464</b>
<b>16</b>	<b>Other Expenses</b>	<b>Rs.</b>	<b>Rs.</b>
	Advertisement	18,579	15,472
	AGM & Board meeting Expenses	12,448	-
	Audit Fees	15,000	15,000
	Bad Debts	-	4,547,848
	Electricity Charges	111,247	113,937
	Filing Fees	20,276	-
	General Expenses	551,940	442,208
	Listing fees	103,933	44,944
	Processing Fees	166,918	-
	Postage & Courier	418,741	359,981
	Printing & Stationary	190,319	231,898
	Professional Fees	2,324,990	338,200
	Rent, Rates & Taxes	1,656,626	650,858
	Travelling & Conveyance Expenses	522,745	312,531
	Vehicle Expenses	123,957	117,580
	<b>Total</b>	<b>6,237,720</b>	<b>7,190,457</b>

**Note – 17****SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF THE ACCOUNTS AS AT 31ST MARCH 2015****BRIEF DESCRIPTION OF THE COMPANY AND ITS BUSINESS**

**M/s. TATIA GLOBAL VENNTURE LTD** was incorporated in India, and is engaged primarily into financing activities along with investing in to long term and short term projects, securities, debts related instruments etc.

**A. BASIS OF PREPARATION OF FINANCIAL STATEMENTS**

1. The financial statements have been prepared under the historical cost convention in accordance with the generally accepted accounting principles and the provisions as specified under section 133 of the Companies Act, 2013 read with rule 7 of the companies (Accounts) Rules ,2014 and other relevant provisions of the Companies Act 2013 and/or Companies Act ,1956 as applicable.
2. Method of Accounting - The Company maintains its accounts under mercantile basis of accounting.
3. The Accounting Standards recommended by The Institute of Chartered Accountants of India have been followed wherever applicable to the Company.
4. 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

**B. REVENUE RECOGNITION**

1. Interest Income are recognized on the date which they have become due or up on receipt whichever is earlier. The Interest income is recognized on gross basis.
2. In respect of other incomes, accrual system of accounting is followed.

**C FIXED ASSETS, DEPRECIATION & IMPAIRMENT**

The Fixed assets are stated at cost of their acquisition less depreciation .

**D. VALUATION OF CLOSING STOCK**

The company does not hold any inventories during the year under review and hence the valuation is dispensed with.

**E. INVESTMENTS & DEPOSITS**

Investments/Deposits are classified as long-term wherever applicable and are shown and valued at cost, there are no current investments in the company.

**F. RETIREMENT BENEFITS**

Contribution of Provident fund, Gratuity and Leave encashment benefits wherever applicable is being accounted on actual liability basis.

**G. FOREIGN CURRENCY TRANSACTION**

There are no reportable Foreign Currency related transaction in the company during the year under review.

**H. TAX ON INCOME**

- a. Tax on income for the current period is determined on the basis of Taxable Income computed in accordance with the provisions of the Income Tax Act 1961.
- b. Deferred Tax on timing differences between the accounting income and taxable income for the year and quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date as per the Accounting Standard (AS 22) laid down by the Institute of Chartered Accountants of India (ICAI).

**I. EARNINGS PER SHARE (EPS)**

The earnings considered in ascertaining the Company's earnings per share is net profit after tax. The earnings per share for the year is 0.05/- (Basic & Diluted) as compared to the previous year of Rs.0.03/- (Basic & Diluted).

## Schedules forming part of Accounts

### Earnings Per Share

The Following reflects the profit and share data used in the basic and diluted EPS Computations

	31.03.2015	31.03.2014
Note	Rs.	Rs.
Total Operation for the year		
Profit / (Loss) after tax	7,413,919	4,948,697
Less Dividends on convertibel preference shares and tax thereon	-	-
<b>Net Profit/ (Loss) for calculation of basic EPS</b>	<b>7,413,919</b>	<b>4,948,697</b>
Net Profit/ (Loss) as above	7,413,919	4,948,697
Add : Dividends on convertible preference shares & tax thereon	-	-
Add : Interest on bonds convertible into equity shares (net of tax)	-	-
<b>Net Profit/ (Loss) for calculation of diluted EPS</b>	<b>7,413,919</b>	<b>4,948,697</b>
Continuing Operations		
Profit / (Loss) after tax	7,413,919	4,948,697
Less Dividends on convertibel preference shares and tax thereon	-	-
<b>Net Profit for calculation of basic EPS</b>	<b>7,413,919</b>	<b>4,948,697</b>
Net Profit as above	7,413,919	4,948,697
Add : Dividends on convertible preference shares & tax thereon	-	-
Add : Interest on bonds convertible into equity shares (net of tax)	-	-
<b>Net Profit/ (Loss) for calculation of diluted EPS</b>	<b>7,413,919</b>	<b>4,948,697</b>
<b>Weighted averate number of equity shares in calculating basic EPS</b>	<b>0.05</b>	<b>0.03</b>
<b>Effect of Dilution :</b>		
Convertible Preference Shares	-	-
Convertible Bonds	-	-
Stock options granted under ESOP	-	-
<b>Weighted averate number of equity shares in calculating basic EPS</b>	<b>0.05</b>	<b>0.03</b>

#### J. CONTINGENT LIABILITIES AND CAPITAL CONTRACTS

The company as on date have not provided for any contingent liability (Previous Year NIL) and there are no unexecuted capital contracts which are outstanding or remaining to be performed.

#### K. IMPAIRMENT OF ASSETS

As required by accounting standard 28 issued by the Institute of Chartered Accountants of India, provision for impairment loss of Assets is not required to be made as the estimated realizable value of such assets will be more or equal to the carrying amount of the respective assets as stated in the Balance Sheet.

#### L. BUSINESS SEGMENT

The Company is engaged primarily in one segment, accordingly there are no separate reportable segment as per the accounting standard 17 (Segmental Reporting) issued by Institute of Chartered Accountants of India.



**M. RELATED PARTY DISCLOSURES**

The Company had no transactions with the related parties during the year under review other than temporary current account transactions.

<b>A</b>		<b>INVESTMENT IN GROUP COMPANIES</b>		
<b>S.no</b>	<b>Script Name</b>	<b>No. of Shares</b>	<b>Amount Rs.</b>	<b>Remarks</b>
1	M/s. Kreon Financial Services Ltd	12381985	29250000/-	Group Company

<b>B</b>		<b>LOANS BORROWED</b>		
<b>S.no</b>	<b>Script Name</b>	<b>Amount Rs.</b>	<b>Interest Amount Rs.</b>	<b>Remarks</b>
1	M/s. Ashram online.com Ltd	95,21,576/-	7,26,126/-	Group Company
2	M/s. Make My innerwear India Pvt Ltd	519128/-	43221/-	Group Company

<b>C</b>		<b>LOANS GIVEN</b>		
<b>S.no</b>	<b>Script Name</b>	<b>Amount Rs.</b>	<b>Interest Amount Rs.</b>	<b>Remarks</b>
1	Sarvamangal Estate & Holdings Pvt Ltd	1519129	126477	Group Company

**N. PERSONNEL**

During the year under review, no employee was in receipt of remuneration in excess of limits laid down under the companies act other than below:-

There are no employees employed throughout the financial year were in receipt of remuneration which in aggregate was more than Rs.6000000/- per annum Rs.500000/- per month.

**O. RECEIVABLES AND PAYABLES**

The receivables and payables as stated in Current Assets, Loans and Advances and Current Liabilities and in the opinion of the management have a value and realization equal to the amount at which they are stated in the Balance Sheet and provision for all known liabilities if any has been made by the company.

**P. AUDITOR REMUNERATION**

<b>S.no</b>	<b>Particulars</b>	<b>2014 - 2015</b>	<b>2013 - 2014</b>
1.	Statutory Audit Fees	Rs. 15000/-	Rs. 15000/-

**Q. DUES TO SME'S**

Management has determined that there were no balances outstanding as at the beginning of the year and no transactions entered with micro, small and medium enterprises as defined under Micro, Small and Medium Enterprises Development Act, 2006, during the current year, based on the information available with the company as at March 31, 2015.

**R. CASH AND CASH EQUIVALENTS (FOR PURPOSES OF CASH FLOW STATEMENT)**

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances, (with 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.

## S. CASH FLOW STATEMENT

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

## T. GENERAL

1. The figures for the previous year have been regrouped / reclassified / rearranged where ever necessary with the conformity with the current year figures for facilitating proper comparisons.
2. The company has followed prudential norms, except otherwise stated, prescribed by Reserve Bank of India for Non-Banking Finance Companies-financial statements.
3. The figures have been rounded off to the nearest rupee.

## SIGNATORIES TO SCHEDULE 1 TO 17

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FOR AND ON BEHALF OF  
M/s TATIA GLOBAL VENNTURE LIMITED

As per my report of even date  
for K SUBRAMANYAM & Co.,  
Chartered Accountants.,

Sd/-  
PANNALAL TATIA  
Executive Director  
DIN.No. 01208913

Sd/-  
BHARAT TATIA  
Managing Director  
DIN.No. 00800056

Sd/-  
SUBBARAYAN  
Chief Financial Officer

Sd/-  
K Subramanyam  
Proprietor  
MemberShip No. 023663  
Firm Regn.No. 0041465

Place: Chennai  
Date: 30.05.2015

**Independent Auditors' Report**  
**TO THE MEMBERS OF TATIA GLOBAL VENNTURE LIMITED**  
**REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS**

I have audited the accompanying consolidated financial statements of TATIA GLOBAL VENNTURE LIMITED (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") its associates and jointly controlled entities, comprising of the Consolidated Balance Sheet as at 31st March, 2015, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

**MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS**

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its Associates and Jointly controlled entities in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

**AUDITOR'S RESPONSIBILITY**

My responsibility is to express an opinion on these consolidated financial statements based on my audit. While conducting the audit, I have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on whether the Holding Company has an adequate internal financial controls system over financial reporting in place and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

I believe that the audit evidence obtained by me and the audit evidence obtained by the other auditors (wherever applicable) in terms of their reports referred to in sub-paragraph (a) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for my audit opinion on the consolidated financial statements.

## **OPINION**

In my opinion and to the best of my information and according to the explanations given to me, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, its associates and jointly controlled entities as at 31st March, 2015, and their consolidated profit/loss and their consolidated cash flows for the year ended on that date.

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

1 As required by Section 143 ( 3 ) of the Act, I report, to the extent applicable, that:

- (a) I have sought and obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purposes of my audit of the aforesaid consolidated financial statements.
- (b) In my opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from my examination of those books and the reports of the other auditors.
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- (d) In my opinion, the aforesaid consolidated 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) with respect to the other matters to be included in the Auditor's report in accordance with rule 11 of the Companies (Audit and Auditor's ) Rules, 2014, in my opinion and to be best of my information and according to the explanation given to me.
  - (i) There were no pending litigations which would impact the consolidated financial position of the group, its associates and jointly controlled entities.
  - (ii) There were no amounts which required to be transferred to the Investor Education and protection Fund by the Holding Company, and its subsidiary companies, associate companies and jointly controlled companies incorporated in India.

For K SUBRAMANYAM & CO  
CHARTERED ACCOUNTANTS  
(Firm's Registration No.004146S)

Sd/-

(K SUBRAMANYAM & CO)  
(PROPRIETOR)  
(Membership No.023663)

Place : Chennai

Date : 30.05.2015

**TATIA GLOBAL VENNTURE LIMITED**  
**Consolidated Balance Sheet as at 31st March, 2015**

Particulars	Note No	Figures for the current reporting period	Figures for the previous reporting period
		31.03.2015 Rs.	31.03.2014 Rs.
<b>EQUITY AND LIABILITIES</b>			
<b>(1) Shareholders' Funds</b>			
(a) Share Capital	1	151,620,000	151,620,000
(b) Reserves and Surplus	2	122,144,462	114,844,824
(c) Money received against share warrants		-	-
<b>(2) Share application money pending allotment</b>			
<b>(3) Non-Current Liabilities</b>			
(a) Long-term borrowings		-	25,882
(b) Deferred tax liabilities (Net)		490,992	490,992
(c) Other Long term liabilities	3	21,699,146	19,834,462
(d) Long-term provisions		-	-
<b>(4) Current Liabilities</b>			
(a) Short-term borrowings		-	-
(b) Trade payables	4	112,952,091	116,572,809
(c) Other current liabilities		-	-
(d) Short-term provisions	5	115,000	84,000
<b>Total</b>		<b>409,021,691</b>	<b>403,472,969</b>
<b>II. Assets</b>			
<b>(1) Non-current assets</b>			
<b>(a) Fixed assets</b>			
(i) Tangible assets	6	2,172,237	2,635,075
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments	7	30,625,000	38,125,000
(c) Deferred tax assets (net)		-	-
(d) Long term loans and advances	8	183,344,224	161,053,206
(e) Other non-current assets		-	-
<b>(2) Current assets</b>			
(a) Current investments		-	-
(b) Inventories		87,769,727	87,769,727
(c) Trade receivables	9	96,386,904	109,740,617
(d) Cash and cash equivalents	10	5,312,260	1,038,959
(e) Short-term loans and advances		-	-
(f) Other current assets	11	3,411,339	3,110,384
<b>Total</b>		<b>409,021,691</b>	<b>403,472,969</b>

Notes Annexed to Forming Part of Accounts

17

FOR AND ON BEHALF OF  
M/s TATIA GLOBAL VENNTURE LIMITED

As per my report of even date  
for K SUBRAMANYAM & Co.,  
Chartered Accountants.,

Sd/-  
PANNALAL TATIA  
Executive Director  
DIN.No. 01208913

Sd/-  
BHARAT TATIA  
Managing Director  
DIN.No. 00800056

Sd/-  
SUBBARAYAN  
Chief Financial Officer

Sd/-  
K Subramanyam  
Proprietor  
MemberShip No. 023663  
Firm Regn.No. 0041465

Place: Chennai  
Date: 30.05.2015

## TATIA GLOBAL VENNTURE LIMITED

## CONSOLIDATED PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31.03.2015

Particulars	Note No	Figures for the current reporting period	Figures for the previous reporting period
		31.03.2015 Rs.	31.03.2014 Rs.
I. Sales	12	-	29,540,680
II. Income From Operations		17,035,829	12,911,625
Total Revenue (I +II)		17,035,829	42,452,305
III. Expenses:			
Cost of materials consumed		-	-
Purchase of Stock-in-Trade		-	27,147,510
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade		-	-
Employee benefit expense	13	1,224,655	1,308,969
Financial costs	14	1,732,978	1,396,377
Depreciation and amortization expense	15	462,838	568,464
Other expenses	16	6,315,719	7,245,666
Total Expenses		9,736,190	37,666,988
IV. Profit before exceptional and extraordinary items and tax (III - IV)		7,299,639	4,785,317
V. Exceptional Items		-	-
VI. Profit before extraordinary items and tax (V - VI)		7,299,639	4,785,317
VII. Extraordinary Items		-	-
VIII. Profit before tax (VII - VIII)		7,299,639	4,785,317
IX. Tax expense:			
(1) Current tax		-	-
(2) Short Provision for Previous year		-	-
(3) Deferred tax		-	-
X. Profit/(Loss) from the period from continuing operations (VII - VIII)		7,299,639	4,785,317
XI. Profit/(Loss) from discontinuing operations		-	-
XII. Tax expense of discounting operations		-	-
XIII. Profit/(Loss) from Discontinuing operations (XII - XIII)		-	-
XIV. Statutory Reserves		-	-
XV. Profit/(Loss) for the period (XI + XIV)		7,299,639	4,785,317
XVI Earning per equity share:			
(1) Basic		0.05	0.03
(2) Diluted		0.05	0.03

FOR AND ON BEHALF OF  
M/s TATIA GLOBAL VENNTURE LIMITED

As per my report of even date  
for K SUBRAMANYAM & Co.,  
Chartered Accountants.,

Sd/-  
PANNALAL TATIA  
Executive Director  
DIN.No. 01208913

Sd/-  
BHARAT TATIA  
Managing Director  
DIN.No. 00800056

Sd/-  
SUBBARAYAN  
Chief Financial Officer

Sd/-  
K Subramanyam  
Proprietor  
MemberShip No. 023663  
Firm Regn.No. 0041465

Place: Chennai  
Date: 30.05.2015

**TATIA GLOBAL VENNTURE LIMITED**
**CONSOLIDATED CASH FLOW STATEMENT ANNEXED TO THE BALANCE SHEET FOR THE YEAR ENDED 31.03.2015**

<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		<b>31.03.2015</b>	<b>31.03.2014</b>
Net Profit before tax and extraordinary items		7,299,639	4,785,319
Adjustments for :			
Add : Miscellaneous Expenditure w/off		-	-
Add : Depreciation		462,838	568,464
Add : Tax provision		-	-
Less; Deferred tax Adjustments		-	-
Less: Statutory Provision		-	-
Less : Misc. Expenses during the year		-	-
		<b>7,762,477</b>	<b>5,353,783</b>
Operating Profit before working Capital Changes			
Adjustments for			
Less : Increase in Current Assets		1,738,258	-
Add : Increase in current Liabilities		-	71,369,285
Add : Decrease in Current Assets		-	51,225,272
Less : Decrease in current Liabilities (29,469,665)		1,750,919	-
Cash Flow From Operating activities	(A)	4,273,300	(3,971,869)
<b>B.CASH FLOW FROM INVESTING ACTIVITIES</b>			
Investments during the year		-	(34,670)
Cash Flow From Investment Activities	(B)	-	(34,670)
<b>C.CASH FLOW FROM FINANCE ACTIVITIES</b>			
Purchase of Fixed Assets	(C)	-	(59,835)
Increase / (Decrease) in cash and cash equivalent (A+B+C)		4,273,300	(4,066,374)
Cash and cash Equivalents as on 31.03.2014		1,038,959	5,105,333
Cash and cash Equivalents as on 31.03.2015		5,312,260	1,038,959
Net Increase/(Decrease) in Cash Balances		4,273,300	(4,066,374)

**AUDITOR'S STATEMENT**

I have examined the above Consolidated Cash Flow Statement of M/s. TATIA GLOBAL VENNTURE LTD for the year ended 31.3.2015. The Statement has been prepared by the company. I accordance with the requirements of AS-3 and is based on and derived from and where applicable, and is in agreement with the profit and Loss a/c and Balance sheet of the company covered by my report dated 30th May 2015 to the members of the company.

**FOR AND ON BEHALF OF**  
**M/s TATIA GLOBAL VENNTURE LIMITED**

**As per my report of even date**  
**for K SUBRAMANYAM & Co.,**  
**Chartered Accountants.,**

Sd/-  
**PANNALAL TATIA**  
Executive Director  
DIN.No. 01208913

Sd/-  
**BHARAT TATIA**  
Managing Director  
DIN.No. 00800056

Sd/-  
**SUBBARAYAN**  
Chief Financial Officer

Sd/-  
**K Subramanyam**  
Proprietor  
MemberShip No. 023663  
Firm Regn.No. 0041465

Place: Chennai  
Date: 30.05.2015

## M/s. TATIA GLOBAL VENNTURE LIMITED

### Schedules forming part of Accounts

Note No			Figures for the Current reporting period	Figures for the Previous reporting period	
<b>1</b>	<b>Share Capital</b>	<b>No. of Shares</b>	<b>31.03.2015</b>	<b>31.03.2014</b>	
	<b>EQUITY SHARE CAPITAL</b>		<b>Rs.</b>	<b>Rs.</b>	
	<b>Authorised Share capital</b>	<b>500,000,000</b>	<b>500,000,000</b>	<b>500,000,000</b>	
	<b>Issued, subscribed &amp; fully paid share capital</b>				
	151620000 Equity Shares of Rs.1/-each	151,620,000	151,620,000	151,620,000	
	<b>Total</b>		<b>151,620,000</b>	<b>151,620,000</b>	
<b>A</b>	<b>Details of Share Holders Holding More Than 5% of the Company</b>	<b>No. of Shares 31.3.2015</b>	<b>%</b>	<b>No. of Shares 31.3.2014</b>	<b>%</b>
1	Bharat Tatia	8,704,280	5.74	8,704,280	5.74
2	Chandrakantha Tatia	8,280,920	5.46	8,280,920	5.46
3	Kreon Financial Services Ltd	12,381,985	8.17	12,381,985	8.17
4	Gummalapuram Estates Pvt Ltd	17,699,540	11.67	17,699,540	11.67
5	Carus Trading Pvt Ltd	9,190,813	6.06	9,287,400	6.13
6	Clarus Commercial Pvt Ltd	9,202,600	6.07	9,202,600	6.07
	<b>Total</b>	<b>65,460,138</b>	<b>43.17</b>	<b>65,556,725</b>	<b>43.24</b>
<b>2</b>	<b>Reserves and Surplus</b>		<b>Rs.</b>	<b>Rs.</b>	
	Capital Reserves		-	-	
	Securities Premium Reserves		125,130,000	125,130,000	
	Other Statutory Reserve / fund		-	-	
	Add: During The Year		-	-	
	<b>Sub Total A</b>		<b>125,130,000</b>	<b>125,130,000</b>	
	<b>General Reserve</b>				
	Profit & Loss Account (opening blance)		(10,285,177)	(15,070,493)	
	Add/Less: Profit/Loss for the current year		7,299,639	4,785,317	
	Less: Allocations / Appropriations		-	-	
	<b>Sub Total B</b>		<b>(2,985,538)</b>	<b>(10,285,176)</b>	
	<b>Total (A+B)</b>		<b>122,144,462</b>	<b>114,844,824</b>	
<b>3</b>	<b>Non - Current Liabilities</b>		<b>Rs.</b>	<b>Rs.</b>	
	<b>(C) Other Long Term Liabilities</b>				
	<b>Secured</b>				
	Other Long Term Liabilities		-	-	
	<b>Unsecured</b>				
	Other Long Term Liabilities		21,408,006	19,632,682	
	Service Tax Payable		160,934	36,030	
	TDS Payable		130,206	165,750	
	<b>Total</b>		<b>21,699,146</b>	<b>19,834,462</b>	
<b>4</b>	<b>Current Liabilities</b>		<b>Rs.</b>	<b>Rs.</b>	
	<b>Trade Payables</b>				
	Secured		-	-	
	Unsecured		112,952,091	116,572,809	
	<b>Total</b>		<b>112,952,091</b>	<b>116,572,809</b>	
<b>5</b>	<b>Short-term provisions</b>		<b>Rs.</b>	<b>Rs.</b>	
	Provision for Income tax		-	-	
	Salary Payable		55,000	24,000	
	Audit fees		60,000	60,000	
	<b>Total</b>		<b>115,000</b>	<b>84,000</b>	



<b>6</b>	<b>Tangible Assets</b>			<b>Rs.</b>	<b>Rs.</b>
	Land/ Building/ Plant & Equipment/ Furniture & fixtures/ Vehicles/ Office Equipment/ Others (individually)				
	<b>Gross Block:</b>				
	Opening Balance			6,510,276	6,446,770
	Add: acquisition through business combination			-	63,506
	Other Adjustments			-	-
	<b>Sub total</b>			<b>6,510,276</b>	<b>6,510,276</b>
	Less: Disposals			-	-
	Gross Block at year end (a)			6,510,276	6,510,276
	<b>Less: Depreciation</b>				
Opening Depreciation			3,875,200	3,306,736	
Depreciation for the year			462,838	568,464	
<b>Total accumulated depreciation (b)</b>			<b>4,338,039</b>	<b>3,875,200</b>	
<b>Net carrying value (a) - (b)</b>			<b>2,172,237</b>	<b>2,635,076</b>	
	<b>Total</b>			<b>2,172,237</b>	<b>2,635,076</b>
<b>7</b>	<b>INVESTMENTS</b>	<b>31.3.2015</b>	<b>31.3.2014</b>	<b>31.3.2015</b>	<b>31.3.2014</b>
	<b>NON CURRENT INVESTMENTS</b>				
<b>I</b>	<b>OTHER EQUITY INVESTMENTS</b>	<b>No.of Shares</b>	<b>No.of Shares</b>	<b>Rs.</b>	<b>Rs.</b>
	M/s. Kreon Financial Services Ltd (Market Value Rs. 2,98,74,000/-)	1,950,000	2,450,000	29,250,000	36,750,000
	M/s. Dreamz Unlimited	-	-	750,000	750,000
	M/s. Stallion Brands India Pvt Ltd - Share Application Money	62,500	62,500	625,000	625,000
	<b>Total - I</b>	<b>2,012,500</b>	<b>2,512,500</b>	<b>30,625,000</b>	<b>38,125,000</b>
<b>8</b>	<b>Long Term Loans and Advances</b>			<b>Rs.</b>	<b>Rs.</b>
	Unsecured considered good				
	Security Deposits			-	-
	Loans and advances to related parties			-	-
	<b>Other loans and advances (Considered Good)</b>			<b>183,344,224</b>	<b>161,053,206</b>
	<b>Total</b>			<b>183,344,224</b>	<b>161,053,206</b>
<b>9</b>	Trade receivables			<b>Rs.</b>	<b>Rs.</b>
	Unsecured (Considered Good)			96,386,904	109,740,617
	<b>Total</b>			<b>96,386,904</b>	<b>109,740,617</b>
<b>10</b>	<b>Cash and cash equivalents</b>			<b>Rs.</b>	<b>Rs.</b>
<b>I</b>	<b>Balances with banks:</b>				
	HDFC Bank Ltd - Nungambakkam Branch			241,634	(67,728)
	HDFC Bank Ltd - Annanagar Branch			23,418	4,804
	Indian Bank - EDI A/c			6,542	6,542
	IOB - EDI Tuticorin A/c			6,246	6,246
	SBI - EDI A/c Chennai Branch			10,234	10,234
	SBT - Commercial Branch			18,463	18,463
<b>II</b>	<b>Cash on hand</b>			<b>5,005,723</b>	<b>1,060,398</b>
	<b>Total</b>			<b>5,312,260</b>	<b>1,038,959</b>
<b>11</b>	<b>Other Current Assets</b>			<b>Rs.</b>	<b>Rs.</b>
	Deposits & Others			79,757	76,390
	TDS Receivable			1,655,487	1,751,086
	Income Tax Refundable			1,676,095	1,282,908
	<b>Total</b>			<b>3,411,339</b>	<b>3,110,384</b>

<b>12</b>	<b>Revenue from Operations (for companies other than a finance company)</b>	<b>Rs.</b>	<b>Rs.</b>
I	Sales	-	29,540,680
II a	Operating revenues	17,012,942	12,907,000
b	Other Income	22,887	4,625
	<b>Total</b>	<b>17,035,829</b>	<b>42,452,305</b>
<b>13</b>	<b>Employee Benefits Expense</b>	<b>Rs.</b>	<b>Rs.</b>
	Salaries and wages	1,157,476	1,229,306
	Staff welfare expenses	67,179	79,663
	<b>Total</b>	<b>1,224,655</b>	<b>1,308,969</b>
<b>14</b>	<b>Finance Costs</b>	<b>Rs.</b>	<b>Rs.</b>
	Interest expenses	1,730,275	1,392,948
	Bank commission /Charges	2,703	3,429
	<b>Total</b>	<b>1,732,978</b>	<b>1,396,377</b>
<b>15</b>	<b>Depreciation and Amortisation of Expenses</b>	<b>Rs.</b>	<b>Rs.</b>
	Depreciation of Tangible Assets	462,838	568,464
	Amortisation of Deferred Revenue Expenses	-	-
	<b>Total</b>	<b>462,838</b>	<b>568,464</b>
<b>16</b>	<b>Other Expenses</b>	<b>Rs.</b>	<b>Rs.</b>
	Advertisement	18,579	15,472
	AGM & Board meeting Expenses	12,448	-
	Audit Fees	60,000	60,000
	Bad Debts	-	4,547,848
	Electricity Charges	111,247	113,937
	Filing Fees	51,976	-
	General Expenses	553,240	451,417
	Listing fees	103,933	44,944
	NSDL Fess	166,918	-
	Postage & Courier	418,741	359,981
	Printing & Stationary	190,319	231,898
	Professional Fees	2,324,990	12,110
	Rent, Rates & Taxes	1,656,626	650,858
	Travelling & Conveyance Expenses	522,745	639,621
	Vehicle Expenses	123,957	117,580
	<b>Total</b>	<b>6,315,719</b>	<b>7,245,666</b>

**NOTE 17****SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF THE CONSOLIDATED ACCOUNTS AS AT 31ST MARCH 2015****BRIEF DESCRIPTION OF THE COMPANY AND ITS BUSINESS**

M/s. TATIA GLOBAL VENNTURE LTD “TGVL” was incorporated in India, and is engaged in the Business of Textiles & Infrastructure developers . The Company has six Wholly owned Subsidiaries namely, Deverbetta Lands Pvt Ltd, Kalyanang Developers Pvt Ltd, Pajjuvasami Developers Pvt Ltd, Sagarvar Gambhira Developers Pvt Ltd, Sundervans Infrastructure and Developers Pvt Ltd and Thali Estates Pvt Ltd.

**A. BASIS OF PREPARATION OF FINANCIAL STATEMENTS**

The financial statements have been prepared under the historical cost convention in accordance with the generally accepted accounting principles and the provisions as specified under section 133 of the Companies Act, 2013 read with rule 7 of the companies (Accounts) Rules, 2014 and other relevant provisions of the Companies Act 2013 and/or Companies Act, 1956 as applicable to reflect the financial position of TGVL together with its subsidiaries, Deverbetta Lands Pvt Ltd, Kalyanang Developers Pvt Ltd, Pajjuvasami Developers Pvt Ltd, Sagarvar Gambhira Developers Pvt Ltd, Sundervans Infrastructure and Developers Pvt Ltd and Thali Estates Pvt Ltd, Its associates referred to in the preceding paragraph.

The accounting policies applied by the group are constant in all aspect wherever possible except for the change in accounting policy discussed more fully below.

**B. PRINCIPLES OF CONSOLIDATION**

The consolidated financial statements of the group have been prepared on a line by line consolidation Balance sheet as at 31.3.2015 and profit & Loss account & cash flow statement of TGVL and subsidiaries for the year ended March 2015.

(i) The Financial statement of the Subsidiaries used in the consolidation are drawn for the same reporting period as that company i.e.31st March 2015

(ii) The financial statements of the Company and its subsidiary company have combined on a line –by-line adding together like items of assets . Liabilities, income and expenses after eliminating intra group balances, intra group transactions and resulting unrealized profit or losses, unless cost cannot be recovered.

(iii) Following subsidiary companies have been considered in the preparation of the consolidated financial statements:

Name of the Company	Percentage of holding and voting power Directly or Indirectly through subsidiary	
	As at March 2015	As at March 2014
1. Deverbetta Lands Pvt Ltd	100%	100%
2. Kalyanang Developers Pvt Ltd	100%	100%
3. Pajjuvasami Developers Pvt Ltd	100%	100%
4. Sagarvar Gambhira Developers Pvt Ltd	100%	100%
5. Sundevar Infrastructure & Developers Pvt Ltd	100%	100%
6. Thali Estates Pvt Ltd	100%	100%

(iv) The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented to the extent possible, in the same manner as the Company’s separate financial statements.

**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

**C. REVENUE RECOGNITION**

1. Interest Income are recognized on the date which they have become due or up on receipt whichever is earlier. The Interest income is recognized on gross basis.

2. In respect of other incomes, accrual system of accounting is followed.

**D. FIXED ASSETS, DEPRECIATION & IMPAIRMENT**

The Fixed assets are stated at cost of their acquisition less depreciation .

**E. VALUATION OF CLOSING STOCK**

Wherever applicable inventories have been valued at cost or not realized value whichever is less. However during the year under review the company does not hold any inventories other than hold by its subsidiaries. The company valued the inventories ( Lands ) at cost prices or market price whichever is less.

**F. INVESTMENTS & DEPOSITS**

Investments/Deposits are classified as long-term wherever applicable and are shown and valued at cost, there are no current investments in the company.

**G. RETIREMENT BENEFITS**

Contribution of Provident fund, Gratuity and Leave encashment benefits wherever applicable is being accounted on actual liability basis.

**H. FOREIGN CURRENCY TRANSACTION**

There are no reportable Foreign Currency related transaction in the company during the year under review.

**I. TAX ON INCOME**

Tax on income for the current period is determined on the basis of Taxable Income computed in accordance with the provisions of the Income Tax Act 1961.

a. Deferred Tax on timing differences between the accounting income and taxable income for the year and quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date as per the Accounting Standard (AS 22) laid down by the Institute of Chartered Accountants of India (ICAI).

**J. EARNINGS PER SHARE (EPS)**

The earnings considered in ascertaining the Company's earnings per share is net profit after tax. The earnings per share for the year is 0.05/- (Basic & Diluted) as compared to the previous year of Rs.0.03/- (Basic & Diluted).

**Schedules forming part of Accounts****Earnings Per Share**

The Following reflects the profit and share data used in the basic and diluted EPS Computations

	31.03.2015	31.03.2014
Note	Rs.	Rs.
Total Operation for the year		
Profit / (Loss) after tax	7,299,639	4,785,317
Less Dividends on convertibel preference shares and tax thereon	-	-
<b>Net Profit/ (Loss) for calculation of basic EPS</b>	<b>7,299,639</b>	<b>4,785,317</b>
Net Profit/ (Loss) as above	7,299,639	4,785,317
Add : Dividends on convertible preference shares & tax thereon	-	-
Add : Interest on bonds convertible into equity shares (net of tax)	-	-
<b>Net Profit/ (Loss) for calculation of diluted EPS</b>	<b>7,299,639</b>	<b>4,785,317</b>
Continuing Operations		
Profit / (Loss) after tax	7,299,639	4,785,317
Less Dividends on convertibel preference shares and tax thereon	-	-
<b>Net Profit for calculation of basic EPS</b>	<b>7,299,639</b>	<b>4,785,317</b>
Net Profit as above	7,299,639	4,785,317
Add : Dividends on convertible preference shares & tax thereon	-	-
Add : Interest on bonds convertible into equity shares (net of tax)	-	-
<b>Net Profit/ (Loss) for calculation of diluted EPS</b>	<b>7,299,639</b>	<b>4,785,317</b>
<b>Weighted averate number of equity shares in calculating basic EPS</b>	<b>0.05</b>	<b>0.03</b>
<b>Effect of Dilution :</b>		
Convertible Preference Shares	-	-
Convertible Bonds	-	-
Stock options granted under ESOP	-	-
<b>Weighted averate number of equity shares in calculating basic EPS</b>	<b>0.05</b>	<b>0.03</b>

## K. CONTINGENT LIABILITIES AND CAPITAL CONTRACTS

The company as on date have not provided for any contingent liability (Previous Year NIL) and there are no unexecuted capital contracts which are outstanding or remaining to be performed.

## L. IMPAIRMENT OF ASSETS

As required by accounting standard 28 issued by the Institute of Chartered Accountants of India, provision for impairment loss of Assets is not required to be made as the estimated realizable value of such assets will be more or equal to the carrying amount of the respective assets as stated in the Balance Sheet.

## M. BUSINESS SEGMENT

The Company is engaged primarily in one segment, accordingly there are no separate reportable segment as per the accounting standard 17 (Segmental Reporting) issued by Institute of Chartered Accountants of India.

## N. RELATED PARTY DISCLOSURES

The Company had no transactions with the related parties during the year under review other than temporary current account transactions.

A	INVESTMENT IN GROUP COMPANIES			
S.no	Script Name	No. of Shares	Amount Rs.	Remarks
1	M/s. Kreon Financial Services Ltd	12381985	29250000/-	Group Company

B	LOANS BORROWED			
S.no	Script Name	Amount Rs.	Interest Amount Rs.	Remarks
1	M/s. Ashram online.com Ltd	95,21,576/-	7,26,126/-	Group Company
2	M/s. Make My innerwear India Pvt Ltd	519128/-	43221/-	Group Company

C	LOANS GIVEN			
S.no	Script Name	Amount Rs.	Interest Amount Rs.	Remarks
1	Sarvamangal Estate&Holdings Pvt Ltd	1519129	126477	Group Company

## O. PERSONNEL

During the year under review, no employee was in receipt of remuneration in excess of limits laid down under the companies act other than below:-

There are no employees employed throughout the financial year were in receipt of remuneration which in aggregate was more that Rs.6000000/- per annum Rs.500000/- per month.

## P. RECEIVABLES AND PAYABLES

The receivables and payables as stated in Current Assets, Loans and Advances and Current Liabilities and in the opinion of the management have a value and realization equal to the amount at which they are stated in the Balance Sheet and provision for all known liabilities if any has been made by the company.

## Q .DUES TO SME'S

Management has determined that there were no balances outstanding as at the beginning of the year and no transactions entered with micro, small and medium enterprises as defined under Micro, Small and Medium Enterprises Development Act, 2006, during the current year, based on the information available with the company as at March 31, 2015.

## R. CASH AND CASH EQUIVALENTS (FOR PURPOSES OF CASH FL OW STATEMENT)

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances, (with 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.

## S . CASH FL OW STATEMENT

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

## T. GENERAL

1. The figures for the previous year have been regrouped / reclassified / rearranged where ever necessary with the conformity with the current year figures for facilitating proper comparisons.
2. The figures have been rounded off to the nearest rupee.

## SIGNATORIES TO SCHEDULE 1 TO 17

FOR AND ON BEHALF OF  
M/s TATIA GLOBAL VENNTURE LIMITED

Sd/- <b>PANNALAL TATIA</b> Executive Director DIN.No. 01208913	Sd/- <b>BHARAT TATIA</b> Managing Director DIN.No. 00800056	Sd/- <b>SUBBARAYAN</b> Chief Financial Officer
---	--	--

As per my report of even date  
for K SUBRAMANYAM & Co.,  
Chartered Accountants.,

Sd/-  
**K Subramanyam**  
Proprietor  
MemberShip No. 023663  
Firm Regn.No. 004146S

Place: Chennai  
Date: 30.05.2015

## M/s. TATIA GLOBAL VENNTURE LIMITED

Regd.Office: AROSHREE TOWERS, 3RD FLOOR, NO.19,RUTLAND GATE,  
4TH STREET, NUNGAMBAKKAM, CHENNAI - 600 006  
PHONE:044 -64585921/65155920, FAX:044-43084750  
WEBSITE: www.tatia.co.in; e-mail: tatia@vsnl.com  
CIN: L18101TN1994PLC026546

**21st Annual General Meeting on Tuesday, 29th September, 2015 at 10.00 a.m.**

### **PROXY FORM**

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

CIN	<b>L18101TN1994PLC026546</b>
Name of the Company	<b>TATIA GLOBAL VENNTURE LIMITED</b>
Registered Office	AROSHREE TOWERS, 3RD FLOOR, NO.19,RUTLAND GATE,4TH STREET, NUNGAMBAKKAM,CHENNAI - 600 006
Name of Member(s)	
Registered Address	
Email ID	
Folio No./ DP ID – Client ID	

I/We, being the Member(s) of and hold/holds \_\_\_\_\_ shares of above named Company, hereby appoint:

- (1) Name ..... Address: .....  
Email ID: ..... Signature ..... Or failing him/her
- (2) Name ..... Address: .....  
Email ID: ..... Signature ..... Or failing him/her
- (3) Name ..... Address: .....  
Email ID: ..... Signature ..... Or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 21st Annual General Meeting of the Company to be held on Tuesday, 29th September, 2015 at 10.00 a.m. at Samudaya Nala Koodam, Vallanur,Ambattur, Chennai - 600 062. and at any adjournment thereof in respect of such resolutions:

Resolution Number	Resolution	Vote		
		For	Against	Abstain
<b>Ordinary Business</b>				
1	Adoption of Standalone and Consolidated Audited Financial Statements of the Company for the year ended 31 March, 2015 including audited Balance Sheet as at 31 March, 2015 and the Statement of Profit & Loss for the year ended on that date and the reports of the Board of the Directors and Auditors thereon.			
2	Appointment of a Director in place of Mr. S.P.Bharat Jain Tatia (DIN 00800056), who retires by rotation and, being eligible, offers himself for re-appointment.			
3	Appointment of Messrs. K. Subramanyam & Co., Chartered Accountants, (Registration Number 004146S), as Statutory Auditors of the Company.			
<b>Special Business</b>				
4	Re-appointment of Mr. S.P.Bharat Jain Tatia as the Managing Director of the Company for a period of 5 years as recommended by the nomination and remuneration committee approved by the Board of Directors subject to the approval of the shareholders.			

Signed this ..... day of ..... 2015

Signature of  
Member(s): .....

Signature of Proxy  
holder(s): .....

Affix Revenue Stamp of Re. 1/-
---

**Notes:**

1. This form of proxy in order to be effective should be duly stamped, completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting. It is optional to indicate your preference. If you leave columns 'For, Against, Abstain' blank against all or any of the resolutions, your proxy will be entitled to vote in the manner as he / she may deem appropriate.
2. For the Resolutions, Statement setting out material facts thereon and notes please refer to the Notice of the 21st Annual General Meeting.
3. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or Member.



## M/s. TATIA GLOBAL VENNTURE LIMITED

Regd.Office: AROSHREE TOWERS, 3RD FLOOR, NO.19,RUTLAND GATE,  
4TH STREET, NUNGAMBAKKAM, CHENNAI - 600 006  
PHONE:044 -64585921/65155920, FAX:044-43084750  
WEBSITE: www.tatia.co.in; e-mail: tatia@vsnl.com  
CIN: L18101TN1994PLC026546

### ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE VENUE FOR AGM




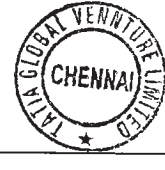
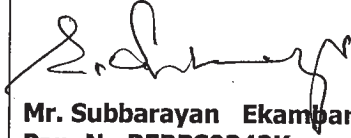



Name and address of the registered member	
Folio No./DP ID No./ Client ID No.	
No. of Shares	

I hereby record my presence at the 21ST Annual General Meeting of the Company to be held on Tuesday, 29th September, 2015 at 10.00 a. m. at Samudaya Nala Koodam, Vallanur, Ambattur, Chennai - 600 062.

\_\_\_\_\_  
Signature of the Member/Joint Member/Proxy attending the Meeting

Electronic Voting Event Number (EVEN)	User ID	Password

**Note: Person attending the Meeting is requested to bring this Attendance Slip and Annual Report with him/her. Duplicate Attendance Slip and Annual Report will not be issued at the Annual General Meeting.**

FORM - A (PURSUANT TO CLAUSE 31 (A) OF LISTING AGREEMENT)		
S.no	Particulars	Details
1	Name of the Company	M/s. TATIA GLOBAL VENNTURE LTD
2	Annual Stand Alone Financial Statements for the year Ended	31st MARCH, 2015
3	Type of Audit Observation	Nil
4	Frequency of Observation	Nil
5	<b>To Be Signed by:</b>	
	* Chairman	  <b>Mr. Sampathlal Pannalal Jain Tatia</b> <b>Din.No.01208913</b>
	* Audit Committee Chairman	  <b>Ms. D. Hemamalini</b> <b>Din. No.02914395</b>
	* Chief Financial Officer	  <b>Mr. Subbarayan Ekamparam</b> <b>Pan. No.BEBPS0342K</b>
	* Auditors of the Company	Refer Our Audit Report dated 30th May, 2015 on the Stand Alone Financial Statements of the Company <b>For K SUBRAMANYAM &amp; CO.,</b> <b>Chartered Accountants</b> <b>(Firm Registration No. 004146S)</b>   <b>K. SUBRAMANYAM</b> <b>Proprietor</b> <b>Membership No. 023663</b>  <b>Chennai, 7th September, 2015</b>

