



# TRINITY GROUP

Certified ISO 9001 : 2008 Company

## FORM A

**Format of covering letter of the annual audit report to be filed with the stock exchanges**

1.	Name of the Company:	TRINITY LEAGUE INDIA LIMITED
2.	Annual financial statements for the year ended	31st March, 2015.
3.	Type of Audit observation	Un-qualified
4.	Frequency of observation	No qualification remark given by the Auditors
5.	To be signed by- <input checked="" type="checkbox"/> CEO/Managing Director <input type="checkbox"/> CFO <input type="checkbox"/> Auditor of the company <input type="checkbox"/> Audit Committee Chairman	For <b>TRINITY LEAGUE INDIA LIMITED</b>  (Devinder Kumar Jain) Managing Director 

## TRINITY LEAGUE INDIA LTD.

Regd. Office : A-23, Mandakini Enclave, Alaknanda, G. K. II, New Delhi 110 019  
Ph: 011 40562329 - Email: trinityleague@trinitygroup.ind.in  
CIN NO. L74999DL1988PLC031953

**TLI/ 341**

# TRINITY LEAGUE INDIA LIMITED



27th  
Annual Report  
2014-2015

**BOARD OF DIRECTORS**

Mr. Devinder Kumar Jain – Chairman & Managing Director  
Mr. Sabihuddin Zafar - Director  
Mr. Ashok Kumar Chaturvedi - Director  
Mr. Ashwani Sethi - Director  
Mrs. Saloni Jain - Additional Director

**REGISTRAR AND SHARE TRANSFER AGENT**

**COMPANY SECRETARY  
& COMPLIANCE OFFICER**

Mrs. Simran Kaur

M/s. Beetal Financial & Computer Services (P) Limited  
Beetal House 3<sup>rd</sup> Floor, 99,  
Madangir Behind Local Shopping Centre,  
New Delhi - 110062  
Telephone: 011-29961281-83

**BANKERS**

Punjab National Bank  
Bhikaji Branch,  
New Delhi

**AUDITORS**

M/s Sadana & Co.  
Chartered Accountants  
109, Vishal chambers,  
Sector-18, Noida

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**Note:**

The Ministry of Corporate Affairs (MCA) has taken a "Green Initiative in Corporate Governance" by allowing paperless compliances by the company and has issued circulars allowing service of notices/documents including Annual Report by E-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their E-mail address, so far, are requested to do the same immediately.

**TRINITY LEAGUE INDIA LIMITED**  
**REGD OFF: A-23, Mandakini Enclave, Alaknanda, GK II, New Delhi - 110019**  
**Telefax.: 011- 40562329, website: [www.trinityasia.in](http://www.trinityasia.in); e-mail: [trinityleague@trinitygroup.ind.in](mailto:trinityleague@trinitygroup.ind.in)**  
**CIN No. L74999DL1988PLC031953**

**NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the 27th Annual General Meeting of the company **TRINITY LEAGUE INDIA LIMITED** will be held on Friday, 21<sup>st</sup> day of August, 2015 at A-23, Mandakini Enclave, Alaknanda, GK II, New Delhi-110019 at 11.00 A.M. to transact the following business:

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2015, Profit & Loss Account on that date and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Sabihuddin Zafar, who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary resolution.  
“**RESOLVED THAT** pursuant to the provisions of Section 139 & other applicable provisions of the Companies Act, 2013 and the Companies (Audit & Auditors) Rules, 2014, and pursuant to the recommendations of the Audit Committee of the Board of Directors, M/s Sadana & Co., Chartered Accountants, be and are hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of the next AGM and that the Board of Directors be and is hereby authorized to fix the remuneration as may be recommended by the Audit Committee in consultation with the Auditors.”

**ORDINARY BUSINESS:**

**SPECIAL BUSINESS:**

**4. REGULARISATION OF THE APPOINTMENT OF MRS. SALONI JAIN AS DIRECTOR OF THE COMPANY**

To consider, and if thought fit, to pass with our without modification(s) the following resolution as an ordinary resolution:

“**RESOLVED THAT** Mrs. Saloni Jain, who was appointed as an Additional Director of the company, by a resolution passed by the Board of Directors in its meeting held on 30<sup>th</sup> March, 2015, under section 161(1) of the Companies Act, 2013 and applicable provisions of the Articles of Association (AOA) of the company and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as a Director of the company;

**RESOLVED FURTHER THAT** pursuant to the provisions of section 170 of the Companies Act, 2013 read with Rule 17 and Rule 18 of the Companies (Appointment and Qualification of Directors) Rules, 2014, any director of the company be and is hereby authorized to file e-form DIR-12 and other documents with the Registrar of

**Date:** 22.07.2015

**Place:** New Delhi

**Registered Office:**

A-23, Mandakini Enclave, Alaknanda

GK-II, New Delhi-110019

**BY ORDER OF THE BOARD**  
**For TRINITY LEAGUE INDIA LTD.**

**(Devinder Kumar Jain)**  
**Chairman / Managing Director**

**NOTES:-**

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to the provisions of section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total share capital of the company. Members holding more than ten percent of the total share capital of the company may appoint a single person as proxy, who shall not act as a proxy for any other member. The instrument of proxy, in order to be effective, should be deposited at the registered office at the company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc. must be supported by an appropriate resolution/authority, as applicable.
2. The Register of Members and Share Transfer Books of the company will remain closed on 21.08.2015. The book closure dates have been fixed in consultation with the Stock Exchanges.
3. Pursuant to section 101 and section 136 of the Companies Act, 2013 read with relevant Rules made there under, Companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address.

4. The Notice of AGM, Annual Report and Attendance slip are being sent in electronic mode to members whose e-mail ID s are registered with the company or the RTA unless the members have registered their request for a hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance slip are being sent to the members who have not registered their e-mail IDs with the company or RTA. Members who have received the Notice of AGM, Annual Report and Attendance slip in electronic mode are requested to print the Attendance slip and submit a duly filled in Attendance slip at the registration counter to attend the AGM.
5. Pursuant to section 108 of the Companies Act, 2013 read with the relevant Rules of the Act, the company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The e-voting period will commence at 10.00 am on 18<sup>th</sup> August, 2015 and will end at 5.00 pm on 20<sup>th</sup> August, 2015. The company has appointed Ms. Shazan Ali, Practicing Company Secretary, to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter.
6. The Scrutinizer shall, within a period of three working days from the conclusion of the e-voting period, unlock the votes in the presence of at least two witnesses, not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour of or against, if any, forthwith to the Chairman of the Company.

### e-Voting Process instructions

- (i) The voting period begins on 18.08.2015 at 10.00 am and ends on 20.08.2015 at 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 (record date) of 24.07.2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) 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.
- (viii) If you are a first time user follow the steps given below:

(ix)	(x) For Members holding shares in Demat Form and Physical Form
(xi) PAN	<p>(xii) Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>(xiii) Members who have not updated their PAN with the Company/Depository Participant are requested to use the the first two letters of their name and the 8 digits of the sequence number in the PAN field. Sequence number is printed on affixed sticker on envelope.</p> <p>(xiv) In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</p>
(xiii) Dividend Bank Details	(xv) Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.
(xiv) OR Date of Birth (DOB)	(xvi) If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (xx) After entering these details appropriately, click on "SUBMIT" tab.
- (xxi) Members holding shares in physical form will then directly reach 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.
- (xxii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

- (xx) After entering these details appropriately, click on "SUBMIT" tab.
- (xxi) Members holding shares in physical form will then directly reach 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.
- (xxii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xxiii) Click on the EVSN for the relevant TRINITY LEAGUE INDIA LIMITED on which you choose to vote.
- (xxiv) 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.
- (xxv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xxvi) 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.
- (xxvii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xxviii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xxix) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xxx) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.

**Date:** 22.07.2015

**Place:** New Delhi

**BY ORDER OF THE BOARD  
For TRINITY LEAGUE INDIA LTD.**

**(Devinder Kumar Jain)  
Chairman / Managing Director**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

**ITEM NO. 4**

Mrs. Saloni Jain, who was appointed as an Additional Director, by a resolution passed by Board of Directors in its meeting held on 30<sup>th</sup> March, 2015, vacates the office as an Additional Director on the date of forthcoming Annual General Meeting in accordance with section 161(1) of the Companies Act, 2013 and applicable provisions of the Articles of Association of the company.

The Board considers in the interest of the company to have Mrs. Saloni Jain on Board.

The matter is being placed before the members for their consideration and approval.

None of the Directors Key Managerial Personnel or their relatives other than Mrs. Saloni Jain is personally concerned or interested in the above said resolution

## **DIRECTORS' REPORT**

To,  
The Members,  
TRINITY LEAGUE INDIA LIMITED

Your Directors have pleasure in presenting the 27<sup>th</sup> Annual Report along with the Audited Statement of Accounts of the company for the financial year ended 31<sup>st</sup> March, 2015.

### **FINANCIAL HIGHLIGHTS**

	<b>Current Year 31.03.2015 (12 Months) (Rs.)</b>	<b>Previous Year 31.03.2014 (12 Months) (Rs.)</b>
Sales & Other Income	32652	2,726,210
Variation in Stock in Trade	-	-
Operating Profit before Interest, Tax & Depreciation	(2155014)	(1685662)
Less: Interest	555	1,487
Gross Profits	(2155569)	(1687149)
Less: Depreciation	371509	355,520
Profits before Tax	(2527078)	(2042670)
Less: Provision for tax	-	-
Add: Extraordinary item	<b>(15472)</b>	23499
<b>Net profit / (Loss)</b>	<b>(2511606)</b>	<b>(2066169)</b>

### **DIVIDEND**

Your directors regret their inability to recommend any dividend on the equity shares in view of the heavy accumulated loss incurred by the Company.

### **PERFORMANCE**

In future, your Directors hope the profitability of the company will improve in the coming financial year.

### **FUTURE PROSPECTS**

The company will continuously make effort to work efficiently and effectively and will always hire expert advice to manage their growth.

### **PUBLIC DEPOSITS**

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013, and the rules made there under.

### **AUDITORS' REPORT**

The Auditors have not qualified in the Auditors report.

### **AUDITORS**

M/s Sadana & Co., Chartered Accountants, Delhi, the retiring Auditors, have expressed their consent to continue as Statutory Auditors of company have confirmed that their appointment, if made, would be within the limits prescribed U/s 139(2)) of the Companies Act, 2013. Accordingly, M/s Sadana & Co., Chartered Accountants, are proposed to be appointed as Statutory Auditors of the Company at the ensuing Annual General Meeting. Their appointment has also been recommended by the Audit Committee.

### **INTERNAL AUDITOR**

Company has appointed M/s R. Mediratta & Associates, Chartered Accountants as Internal Auditor of the company under section 139(1) of the Companies Act, 2013 from F.Y. 2015-2016.

### **DIRECTORS**

Mrs. Madhulika Jain and Mrs. Saloni Jain are appointed as an Additional Director of the Company.

Mrs. Madhulika Jain was resigned from the directorship of the company w.e.f. 27<sup>th</sup> July, 2015.

## **DIRECTOR'S RESPONSIBILITY STATEMENT**

The Board states that—

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) the directors had prepared the annual accounts on a going concern basis; and

(e) the directors, in the case of a listed company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

Explanation.—For the purposes of this clause, the term "internal financial controls" means the policies and procedures adopted by the company for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information;

(f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## **AUDIT COMMITTEE**

The audit committee has met and reviewed the financial statements for the financial year ended 31.03.2015 and has not given any adverse observations. It has also recommended the reappointment of M/s Sadana & Co., Chartered Accountants as statutory auditors of the Company. Mr. Sabihuddin Zafar and Mr. Ashok Kumar Chaturvedi are the members of the audit committee.

## **CORPORATE GOVERNANCE**

As per clause 49 of the listing agreement with Stock Exchange(s), Management discussion & Analysis Report and Corporate Governance Report is annexed as Annexure I and Annexure II & form part of the Director's Report.

## **CONSERVATION OF ENERGY TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO**

Information pursuant to Section 134(3) (m) of the Companies Act 2013 read with Companies (Disclosures of Particulars in the Report of Board of directors) Rules, 1988 is as follows:

**Conservation of Energy:** Company continues to pay significant attention towards the conservation of energy and all necessary measures have been taken to optimize the use of electricity, which is being used for manufacturing. However, disclosure in Form-A is not required.

### **Research & Development and Technology Absorption:**

The Company has been improving the quality of its products as per latest fashions through its skilled technical staff. The Company has not imported any technology from abroad.

### **Foreign Exchange Earning and Outgo:**

**Expenditure in Foreign currency – NIL**

**Earnings in Foreign Exchange- NIL**

## **LISTING**

Presently the Company's equity shares are listed on the following Stock Exchanges mentioned below.

Bombay Stock Exchange Ltd. (BSE)

The Delhi Stock Exchange Association Ltd (DSE) (Applied for voluntary delisting)

Your Company is regular in paying listing fees to B.S.E. & D.S.E.

**The Company operates only in a single segment of Business and as such no separate segment reporting is required.**

**Date:** 22.07.2015

**Place:** New Delhi

**BY ORDER OF THE BOARD  
For TRINITY LEAGUE INDIA LTD.**

**(Devinder Kumar Jain)  
Chairman / Managing Director**



## **ANNEXURE – I**

### **MANAGEMENT DISCUSSION & ANALYSIS REPORT**

#### **INDUSTRIAL SCENE**

Management consultancy and Financial advisory services is a rapid growing industry. As a business service, This industry excludes establishments providing day-to-day administrative services, and establishments that are concentrated in recruitment, training, public relations, market research, engineering design, computer systems design and investment advice.

#### **FINANCIAL OUTLOOK**

Your management is quite hopeful that profitability of the company will further improve in coming years.

#### **SEGMENT WISE PERFORMANCE**

The Company presently operates in one segment that is rendering of Management Consultancy Services and Financial Advisory Services.

#### **OPPORTUNITIES**

The company has entered into new segment of business i.e. rendering of management consultancy and financial advisory services and will explore for new opportunities in near future. Management consultants will face increased demand as corporations try to clean up the mess of the recession. In light of this post-recession environment, companies will require consultants for advice and guidance. In turn, consultants will diversify their offerings to cover a variety of areas, including information technology and to attract more clients.

The company is entering into other segments of industry and the company expects good results over the next couple of years.

#### **THREATS**

1. High Competition from Firms providing Management consultancy services.
2. Wide Availability of Management consultancy providing firms
3. Specialists in rendering of financial advisory services

#### **COMPANY OUTLOOK**

The company is at the starting phase of growth and multiple opportunities keep coming for its consideration and future outlook for the company is good.

#### **RISKS MANAGEMENT**

The Risks Management policies of the Company ensures that all the moveable and immovable assets of the Company are adequately covered. The same are reviewed by the Board from time to time. Besides the Company is prone to usual risks of the business like change in demand, any change in export policy of the Government, International agreements on trade and tariffs etc.

#### **INTERNAL CONTROL SYSTEM**

The company maintains a system of internal controls regarding the effectiveness and efficiency of operations and safeguarding the assets. The company ensures that assets are safeguarded against loss from unauthorized use of disposition and financial dealings are monitored by management on regular basis.

#### **HUMAN RESOURCES**

Human Resources are the most valuable asset for the company and the company continues to seek, retain and enrich the best available talent. The company provides an environment which encourages initiatives, innovative thinking and reward performance.

## **ANNEXURE – II**

### **CORPORATE GOVERNANCE REPORT FOR THE YEAR 2014-2015**

#### **Company's Philosophy on Corporate Governance**

Our Corporate Governance framework ensures effective engagement with our stakeholders and helps us evolve with changing times. We further ensure that we make timely disclosures and share accurate information regarding our financials and performance, as well as leadership and governance of the company.

In compliance with the clause 49 of the Listing Agreement executed with the Stock Exchanges, the details are set out below:

#### **Board of Directors**

##### **Composition, Meeting and Attendance**

The Company is managed by the Board of Directors, which formulates strategies, policies and reviews its performance periodically. The Chairman along with Directors manage the business of the Company under the overall supervision, control and guidance of the Board.

##### **Composition**

The Board of Directors has an adequate combination of Executive (Functional) and Non-executive Directors. The Board has 4 members, comprising of Chairman, promoter directors and independent directors who have no material business relationship with the Company.

None of the Directors on the Board is a Member on more than 10 Committees and Chairman of more than 5 Committees as per clause 49(1)(c)(ii) across all the companies in which he is a director. All the directors have made the requisite disclosures regarding Committee positions held by them in other Companies.

##### **Board Meetings**

The Board met 10 (Ten times) on the following dates during the period from 01.04.2014 – 31.03.2015.

21.04.2014	18.07.2014
26.04.2014	01.08.2014
01.05.2014	27.10.2014
05.05.2014	23.01.2015
28.06.2014	30.03.2015

The details of directors and their attendance record at Board Meetings held during the year and the last AGM are given below:

Name	Category	Designation	No. of Board Meetings Held during the last fin. Year i.e. 01.04.2014 – 31.03.2015	No. of Board Meetings Attended	No. of Membership in Boards of Other Companies	Attendance of each Director At last AGM
Mr. Devinder Kumar Jain	Executive Director	Managing Director	10	10	7	Yes
Mr. Sabihuddin Zafar	Non Executive Independent Director	Director	10	10	2	Yes
Mr. Ashwani Sethi	Non Executive Independent Director	Director	10	0	2	No
Mr. Ashok Kumar Chaturvedi	Non Executive Independent Director	Director	10	10	1	No
*Mrs. Madhulika Jain	Non Executive Independent Director	Additional Director	10	0	7	No
*Mrs. Saloni Jain	Non Executive Independent Director	Additional Director	10	1	3	No

\* Mrs. Saloni Jain was appointed as an Additional Director of the company w.e.f. 30.03.2015 & Mrs. Madhulika Jain was appointed as an Additional Director w.e.f. 01.04.2015 and resigned on 27<sup>th</sup> July, 2015..

##### **Board Meetings**

The intervening period between two meetings was well within the maximum time gap of 4 months as prescribed under Corporate Governance norms.

##### **Board's Procedures**

###### **(A) Institutionalised decision making process:**

With a view to institutionalize all corporate affairs and setting up systems and procedures for advance planning for matters requiring discussion, decisions by the Board, the Company has defined guidelines for the meetings of the Board of Directors and Committees thereof. These Guidelines seek to systematize the decision making process at the meetings of Board/Committees, in an informed and efficient manner.

**(B) Scheduling and selection of Agenda Items for Board /Committee Meetings:**

(i) The meetings are convened by giving appropriate advance notice after obtaining approval of the Chairman of the Board Committee. Detailed agenda, management reports and other explanatory statements are circulated in advance in the defined agenda format amongst the members for facilitating meaningful, informed and focused decisions at the meetings. To address specific urgent need, meetings are also being called at a shorter notice. In case of exigencies or urgency Resolutions are passed by circulation.

(ii) The meetings of the Board/Committees are generally held at the Company's Registered Office in New Delhi.

(iii) The members of the Board/Committee have complete access to all Information of the Company. The Board is also free to recommend inclusion of any matter in agenda for discussion, Senior management officials are called to provide additional inputs to the items being discussed by the Board/Committee, as and when necessary.

**(C) Recording minutes of proceedings at the Board Meeting:**

Minutes of the proceeding of each Board/Committee meeting are recorded. Draft minutes are circulated amongst all members of the Board/ Committee for their critical appreciations and comments. The comments are incorporated in the minutes, which are finally approved by the Chairman of the Board/Committee. These minutes are confirmed in the next Board/Committee Meeting. The finalized minutes of the proceedings of the meetings are entered in the Minutes Book.

**COMMITTEES OF THE BOARD**

**a) Audit Committee**

During the financial year 2014-2015, 3 (Three) meetings of Audit Committee were held on the following dates:

26.04.2014
18.07.2014
27.10.2014
23.01.2015

The details of Members and their attendance record at Audit Committee held during the year are given below:

Name	Status	Designation	No. of Board Meetings Held during the last fin. Year	No. of Meetings Attended
Mr. Ashok Kumar Chaturvedi	Chairman	Non Executive Independent Director	3	3
Mr. Sabihuddin Zafar	Member	Non Executive Independent Director	3	3

The composition of the Committee is in conformity with clause 49 (II)(A) of the Listing Agreement.

**Terms of Reference**

The terms of reference of the Audit Committee, broadly are as under:

1. Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are true and fair.

2. Recommending to the Board, the appointment, re-appointment of the statutory auditors, fixation of audit fees and fees for other services.

3. Reviewing, with Management, the quarterly and annual financial statements before submission to the Board for approval.

4. Discussion with the statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.

**b) Remuneration Committee**

During the financial year 2014-2015, no meeting of Remuneration Committee was held.

No remuneration was paid during the current financial year 2014-2015.

**Remuneration Policy**

Subject to the approval of the Board of Directors and the subsequent approval by the shareholders at the General Body Meeting and such authorities as the case may be, remuneration of the Managing/Whole-time Directors was fixed by the Remuneration Committee. The remuneration was fixed considering various factors such as qualification, experience, expertise, prevailing remuneration in the competitive industries, financial position of the Company, etc. The remuneration policy for Whole-time Directors is directed towards regarding performance, based on review of achievements. The non-executive Directors have not drawn any remuneration from the Company except sitting fee for meetings of the Board and Committees attended by them.

**c) Investors Grievance Committee**

During the financial year 2014-2015, 3 (Three) meetings of Investor Grievance Committee were held on the following dates:

26.04.2014
18.07.2014
27.10.2014
23.01.2015

The details of Members and their attendance record at Investor Grievance Committee held during the year are given below:

Name	Status	Designation	No. of Board Meetings Held during the last fin. Year	No. of Meetings Attended
Mr. Devinder Kumar Jain	Member	Managing Director	3	3
*Mr. Jeewan Aggarwal	Member	Non Executive Independent Director	3	3

#### **Terms of reference**

The Committee has been constituted to specifically look into redressal of shareholders and investor grievances such as transfer of shares, dividend and dematerialization related matters.

Status of Investor complaints as on March 31, 2015 and reported under clause 41 of the listing agreement are as under:

Complaints as on 01.04.2014: nil

Received during the year: nil

Complaints disposed off: nil

Complaints unresolved: nil

#### **NOMINATION AND REMUNERATION COMMITTEE**

As per Companies Act, 2013, a new committee has been formed by the Board of Directors of the company in their Board meeting held on 28<sup>th</sup> day of June, 2014 with the following members:

Name	Status	Designation
Mr. Devinder Kumar Jain	Member	Managing Director
Mr. Ashok Kumar Chaturvedi	Member	Non Executive Independent Director
Mr. Sabihuddin Zafar	Member	Non Executive Independent Director

#### **Terms of reference**

Its roles, responsibilities and powers shall include the following:

- The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- Relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
- Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

#### **STAKEHOLDERS RELATIONSHIP COMMITTEE**

As per Companies Act, 2013, a new committee has been formed by the Board of Directors of the company in their Board meeting held on 28<sup>th</sup> day of June, 2014 with the following members:

Name	Status	Designation
Mr. Devinder Kumar Jain	Member	Managing Director
Mr. Ashok Kumar Chaturvedi	Member	Non Executive Independent Director
Mr. Sabihuddin Zafar	Member	Non Executive Independent Director

## **GENERAL BODY MEETING**

**Details about Last 3 years Annual General Meetings are as under:**

<b>Sr. No.</b>	<b>Date</b>	<b>Place</b>	<b>Time</b>	<b>Special Resolution</b>
1	29/09/2012	Jahanpanah Club, Mandakini Housing Scheme, Alaknanda, New Delhi-110019	4.00 P.M.	No Special resolution was passed
2	28/09/2013	Jahanpanah Club, Mandakini Housing Scheme, Alaknanda, New Delhi-110019	4.00 P.M.	Special resolution was passed
3	05/09/2014	A-23, Mandakini Enclave, Alaknanda, G K II, New Delhi-110019	11.00 A.M.	No Special resolution was passed

### **Extra Ordinary General Meeting**

**No Extra Ordinary General Meeting was held during the year.**

### **Postal Ballot**

No Postal Ballot was conducted during the financial year 2014 - 2015.

### **Compliance with the Mandatory Requirements**

**1. Management discussion and analysis**

A management discussion and analysis report form part of the Annual report.

**2. Subsidiaries**

The company has no subsidiaries.

**3. Disclosures**

a. There has been no instance of non-compliance by the company on any matter related to capital markets and complied with the SEBI, Stock Exchanges where the shares of the company are listed.

**b. Related Party Transactions**

All the transactions entered by the company were reasonable and routine in nature. None of the transactions with any of the related parties were in conflict with the interest of the company. The details have been given as part of notes of accounts in the annual report.

**c. Statutory Compliance, Penalties and Stricture**

There has been no penalties or strictures imposed on the Company by Stock Exchanges, SEBI or any other Statutory Authority on any matter related to capital markets during the last three years.

**d. Accounting Treatment**

The company has followed the Accounting standards as prescribed under Companies (Accounting Standard) Rules, 2006 as applicable in the preparation of financial statements.

**e. Review of Director's Responsibility Statement**

The Board in its report has confirmed that the Annual Accounts for the year ended March 31, 2014 have been prepared as per applicable Accounting Standards and policies.

**f. Reporting of Internal Auditor**

The Internal Auditor of the Company directly reports to the Audit Committee on functional matters.

**g. Audit qualifications**

Company's financial statements are unqualified.

**h. Whistle Blower Policy**

The Company has adopted a Whistle Blower Policy, as part of vigil mechanism to provide appropriate avenues to the Directors and employees to bring to the attention of the management any issue which is perceived to be in violation of or in conflict with the fundamental business principles of the Company.

**i. Code of Conduct**

The Company has adopted a Code of Conduct for all Board Members and Senior Management of the Company.

**j. CEO/CFO Certification**

All Board Members and Senior Management Personnel have affirmed compliance with the Code on annual basis and the CEO Certificate to the Board of Directors contains a declaration to this effect.

### **SECRETARIAL STANDARDS AND SECRETARIAL AUDIT REPORT**

**The Company has undertaken Secretarial Standards Audit for the year 2014-15 for audit of secretarial records and procedures followed by the Company in compliance with relevant Secretarial Standards issued by the Institute of Company Secretaries of India, which were recommendatory in nature and Company voluntarily decided to adhere to the same.**

**The Secretarial Standards Audit Report is part of this Annual Report. The Company has also undertaken Secretarial**

**Audit for the year 2014-15 which, inter alia, includes audit of compliance with the Companies Act, 2013, and the Rules made under the Act, Listing Agreement and Regulations and Guidelines prescribed by the Securities and Exchange Board of India and Foreign Exchange Management Act, 1999. The Secretarial Audit Report is part of this Annual Report.**

**Non-Mandatory Requirements**

The Company has complied with all the mandatory requirements of Clause 49 of the Listing Agreement.

The status of compliance with Non-mandatory requirements is as under:

1. Remuneration Committee - The Company has set up a Remuneration Committee pursuant to Clause 49 of the Listing Agreement. The broad terms of reference of the Committee are to appraise the performance of Managing/ Executive Directors, determine and recommend to the Board, compensation payable to Managing/Executive Directors.
2. Shareholders rights – The quarterly financial results including summary of the significant events of the relevant period are published in newspapers and are posted on the website of the company.

**Means of Communication**

The Quarterly Financial Results of (30.06.2014, 30.09.2014, 31.12.2014, 31.03.2015) the Company was published in English and Hindi Newspaper i.e. Financial Express (English) and Jansatta (Hindi). Further, information has been supplied to Stock Exchanges.

**General Shareholders Information**

- a) Annual General Meeting : 27th Annual General Meeting  
 Date : 21.08.2015  
 Day : Friday  
 Time : 11.00AM  
 Place : A-23, Mandakini Enclave, Alaknanda, New Delhi-110019  
 Financial Year : 1<sup>st</sup> April, 2014-31<sup>st</sup> March, 2015

b) **Financial Calendar**

Tentative calendar for the next year:

c) **For the year ended March 31, 2015 results were announced on:**

S. No	Adoption of Quarterly Results Ended	In the Month of
1	30th June, 2014	18 <sup>th</sup> July, 2014
2	30 <sup>th</sup> September, 2014	27 <sup>th</sup> October, 2014
3	31 <sup>st</sup> December, 2014	23 <sup>rd</sup> January, 2015
4	31 <sup>st</sup> March, 2015	17 <sup>th</sup> April, 2015

d) **Book Closure**

Book closure is on 21.08.2015 for the purpose of Annual General Meeting.

The Register of Members and Share Transfer Books of the Company will remain closed on 21.08.2015 for the purpose of Annual General Meeting.

e) **Listing at Stock Exchanges**

Stock Exchange	Scrip Code
Bombay Stock Exchange Ltd (BSE)	531846
The Delhi Stock Exchange Association Ltd. (DSE)	N.A. (Applied for voluntary Delisting)

f) **Market Price Data**

No market price data is available as the shares of the company were not traded during the period.

**Distribution of Shareholding as on March 31, 2015**

Shareholding of Nominal value of Rs.	No. of Shareholders	%	No. of Shares	Nominal Amount (Rs.)	%
UP TO 5000	1,059	61.14	3,70,800	37,08,000	7.8966
5001 TO 10000	424	24.48	3,73,200	37,32,000	7.9477
10001 TO 20000	95	5.48	1,62,200	16,22,000	3.4542
20001 TO 30000	74	4.27	1,85,700	18,57,000	3.9547
30001 TO 40000	21	1.21	78,200	7,82,000	1.6654
40001 TO 50000	21	1.21	1,01,200	10,12,000	2.1552
50001 TO 100000	14	0.81	1,05,100	10,51,000	2.2382
100001 AND ABOVE	24	1.39	33,19,300	3,31,93,000	70.6881
<b>TOTAL</b>	<b>1732</b>	<b>100.00</b>	<b>46,95,700</b>	<b>4,69,57,000</b>	<b>100.0000</b>

**Registrar & Transfer Agent / Investor Correspondence**

**M/s Beetal Financial & Computer Services (P) Limited**  
Beetal House 3<sup>rd</sup> Floor, 99, Madangir Behind Local shopping centre,  
New Delhi-110 062  
Telephone: 011-29961281-83  
E-mail: beetal@beetalfinancial.com

**Compliance Officer**

Mrs. Simran Kaur  
JG-II/125,  
Vikas Puri, New Delhi-110018

**Dematerialisation of Shares**

Company is yet to enter into agreements with NSDL & CDSL. Steps are being taken to do the same.

**By order of the Board  
FOR TRINITY LEAGUE INDIA LIMITED**

**(Devinder Kumar Jain)**  
Chairman & Managing Director

Date: 22.07.2015

Place: Delhi

## Declaration on Compliance of the Company's Code of Conduct

To  
The Board of Directors,  
Trinity League India Limited  
New Delhi

The Company has framed a specific Code of Conduct for the members of the Board of Directors and the Senior Management Personnel of the Company pursuant to Clause 49 of the Listing Agreement with Stock Exchange to further strengthen corporate governance practices in the Company.

All the members of the Board and Senior Management Personnel of the Company have affirmed due observance of the said Code of Conduct in so far as it is applicable to them and there is no non compliance thereof during the year ended 31<sup>st</sup> March, 2015.

**Devinder Kumar Jain**  
**(Chairman & Managing Director)**

**Date: 29.04.2015**

**Place: Delhi**

## CHAIRMAN AND MANAGING DIRECTOR CERTIFICATION

To,  
The Board of Directors,  
**Trinity League India Ltd.**

I, Devinder Kumar Jain, Chairman cum Managing Director of Trinity League India Ltd., to the best of my knowledge and belief hereby certify that:

- a) I have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
  - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) I further state that to the best of my knowledge and belief, there are no transactions entered into by the company during the year which are fraudulent, illegal or volatile of the company's code of conduct.
- c) I hereby declare that all the members of the Board of Directors and Management Committee have confirmed compliance with the Code of Conduct as adopted by the Company.
- (d) We are responsible for establishing and maintaining internal controls and for evaluating the effectiveness of the same over the financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (e) We have indicated, based on our most recent evaluation, wherever applicable, to the Auditors and Audit Committee:
  - (i) significant changes, if any, in the internal control over financial reporting during the year;
  - (ii) significant changes, if any, in the accounting policies made during the year and that the same has been disclosed in the notes to the financial statements; and
  - (iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having significant role in the Company's internal control system over financial reporting.

**Devinder Kumar Jain**  
**Chairman & Managing Director**  
(DIN: 00437646)

**Date: 29.04.2015**

**Place: Delhi**



**CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER CLAUSE 49 OF LISTING AGREEMENT**

To  
The Members,  
Trinity League India Limited

We have examined the compliance of conditions of Corporate Governance by Trinity League India Limited, for the year ended on 31st March, 2015, as stipulated in Clause 49 of the Listing Agreement of the said Company with stock exchanges.

**The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to a review of the procedures and implementations thereof adopted by the Company for ensuring compliance with the conditions of Corporate Governance as stipulated in the said Clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.**

**In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.**

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

**Date:29.04.2015**

**Place: New Delhi**

## SECRETARIAL STANDARDS REPORT

The Board of Directors,  
Trinity League India Limited  
CIN: L74999DL1988PLC031953  
A-23, Mandakini Enclave,  
Alaknanda, GK-II,  
New Delhi-110019

At the request of the management, we have examined relevant registers, records and documents maintained and made available to us by Trinity League India Limited ("the Company") for the period commencing from 1st April, 2014 to 31st March, 2015 for compliances of Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI).

ICSI had issued Secretarial Standards numbering 1 to 10 with reference to the provisions of the Companies Act, 1956 which were recommendatory in nature and the management had voluntarily decided to adhere to them. During the period under review ICSI had not issued corresponding Secretarial Standards with reference to the provisions of the Companies Act, 2013; nonetheless, the management had decided to continue to adhere to Standards issued earlier and comply with the same to the extent applicable to the Company.

Our examination was limited to procedures and implementation thereof adopted by the Company for ensuring the compliance of Standards.

In our opinion and to the best of our information and according to the explanation given to us, we report that the Company has complied with all material aspects of applicable Secretarial Standards issued by ICSI.

New Delhi

Date: 29.04.2015

Form No. MR-3

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

### SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2015

To,  
The Members,  
Trinity League India Limited  
A-23, Mandakini Enclave  
Alaknanda, G K II  
New Delhi-110019

Date of Incorporation: 03.06.1988  
Authorized Share Capital: 110,000,000.00  
Paid up Share Capital: 46,957,000.00

We have conducted the secretarial audit of the compliance of applicable statutory provisions to Trinity League India Limited here in after referred to as ("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 Trinity League India Limited 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 Day of March, 2015 complied with the statutory provisions listed here under 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 Trinity League India Limited ("the Company") for the financial year ended on 31st Day of March, 2015 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;(Not applicable to the company during the audit period).
- v. 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 (Issue of Capital and Disclosure Requirements) Regulations, 2009
  - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999

- 2008
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations,
  - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client
  - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
  - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India. (Not applicable to the company during the audit period)
- ii. The Listing Agreements entered into by the Company with Stock Exchange(s),
- iii. During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:
  - The company has not appointed Chief Financial Officer during the audit period as per the provisions of section 203(1) of the Companies Act, 2013 and rule 8 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and 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 sent at least seven days in advance, 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 and Company have proof of payment of sitting fee to the directors.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Date: 29.07.2015

Place: Delhi

for SAS & Associates  
Company Secretaries  
M No.25996  
CP No.9354

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

Annexure- A

To,  
The Members,  
Trinity League India Limited  
A-23, Mandakini Enclave  
Alaknanda, G K II  
New Delhi-110019

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

- i. 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.
- ii. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
- iii. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- iv. Wherever required, we have obtained the management representations about the compliance of laws, rules and regulations and happening of events etc.
- v. The Compliance of provisions of corporate and other applicable laws, rules, regulations & standards is the responsibility of the management. Our examination was limited to the verification of procedure on test basis.
- vi. The Secretarial Audit report is neither an assurance as to the future viability nor of the efficacy of the effectiveness with which the management has conducted the affairs of the Company.

Date: 29.07.2015

Place: Delhi

for SAS & Associates  
Company Secretaries  
No.25996  
CP No.9354

## **Independent Auditor's Report**

### **To the Members of Trinity League India Limited**

#### **Report on the Financial Statements**

We have audited the accompanying financial statements of **Trinity League India Limited ("the Company")**, which comprise the Balance Sheet as at 31<sup>st</sup> March, 2015, the Statement of Profit and Loss and Cash Flow Statement for the year ended and a summary of the significant accounting policies and other explanatory information.

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

The Company's Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in section 133 of the Companies Act, 2013 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with the 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 the internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the financial statements.

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

#### **Opinion**

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

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31<sup>st</sup> March, 2015;
- (b) in the case of the Statement of Profit and Loss, of the profit of the Company for the year ended on that date, and

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

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, is not applicable to the company for the year under the report.

2. As required by Section 227(3) of the Act, we report that:

- (a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, Statement of Profit and Loss, dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the Balance Sheet and Statement of Profit and Loss comply with the Accounting Standards referred to in section 133 of the Companies Act, 2013.
- (e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2015 from being appointed as a director in terms of sub-section (2) of section 164 of the Act.
- (f) In our opinion Company has maintain adequate internal financial controls system in place and the operating effectiveness of such controls.

For and on behalf of  
**Sadana & Company**  
Chartered Accountants  
FRN: 011616N

Place: Noida  
Dated: 29th April, 2015

**(CA Amit Bansal)**  
Partner  
M. No. 098966

Annexure to the Auditors' Report of Trinity League India Limited:

1. The records maintained by the company showing full particulars including quantitative details and situation of fixed assets. The fixed assets have been physically verified by management during the year.  
None of the fixed assets have been revalued during the year. There also has been no significant disposal during the year.
2. The Company has not dealt with any inventory during the financial year under audit and therefore this clause is not applicable.
3. The company has not granted any loans, secured or unsecured, from companies, firms or other parties listed in the register maintained under Section 189 of the Companies Act, 2013.
4. In our opinion and according to the information and explanation given to us, there are adequate internal controls procedures commensurate with size of the Company and the nature of its business for the purchase of inventory and fixed assets and for the sale of goods. In our opinion and according to the information and explanation given to us, there is no continuing failure to correct major weakness in internal control.
5. In our opinion & according to information given to us by the Company it has not accepted deposits from the public, which come under the directives issued by the RBI & the provisions of section 73 to 76 or any other relevant provisions of the Companies Act and rules framed there under.
6. In our opinion maintenance of Cost records of the company has not been specified by central government under sub-section (1) of section 148 of the Companies Act, 2013.
7. According to the information and explanations given to us, the company has deposited timely, the statutory dues payable in respect of Income-Tax, Service Tax PF, ESI, and VAT & CST with the appropriate authorities.
8. **The Company has been in existence for a period of more than 5 years. However as at 31<sup>st</sup> March, 2015; the accumulated losses of the Company exceeds 50% of the net worth by ₹ 1, 76, 05, 868.50/-**
9. The Company has not defaulted in repayment of dues to a Bank or Financial institution. The Company has not issued any debentures; therefore the question of repayment of interest to debenture holders does not arise.
10. According to the information and explanations given to us, the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
11. According to the information and explanations given to us, the company does not have any Term Loan during the year.
12. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no significant fraud on the Company has been noticed or reported during the year.

**For Sadana & Co.**  
**Chartered Accountants**  
**Firm Regn. No. 011616N**

**Noida**  
**29th April, 2015**

**(CA Amit Bansal)**  
**Partner**  
**Membership No. 098966**

**TRINITY LEAGUE INDIA LIMITED**

**BALANCE SHEET AS AT MARCH 31, 2015**

Particulars	Note No.	₹	₹
		As at 31st March 2015	As at 31st March 2014
<b><u>1. EQUITY AND LIABILITIES</u></b>			
<b><u>Shareholder's Funds</u></b>			
Share Capital	1	46,957,000	46,957,000
Reserves and Surplus	2	(27,389,579)	(24,877,972)
		<b>19,567,421</b>	<b>22,079,028</b>
<b><u>Current Liabilities</u></b>			
Trade payables		-	41,095
Other current liabilities	3	103,435	311,052
		<b>103,435</b>	<b>352,147</b>
<b>Total</b>		<b>19,670,856</b>	<b>22,431,175</b>
<b><u>ASSETS</u></b>			
<b><u>Non-current assets</u></b>			
<b><u>Fixed assets</u></b>			
Tangible assets	4	1,685,262	1,489,748
<b><u>Current assets</u></b>			
Trade receivables	5	16,968,857	17,508,529
Cash and cash equivalents	6	590,714	719,112
Short Term loans and advances	7	426,023	2,713,786
		<b>17,985,594</b>	<b>20,941,427</b>
<b>Total</b>		<b>19,670,856</b>	<b>22,431,175</b>

**SIGNIFICANT ACCOUNTING POLICIES AND NOTES**

**ON ACCOUNT**

1 to 25

*Note: The notes referred to above are integral part of the Balance Sheet*

As per our Report of even date

**For Sadana & Co**  
Chartered Accountants  
Firm's Registration No. 011616N

**CA Amit Bansal**  
Partner  
Membership No. 098966

Place : New Delhi  
Dated : 29/04/2015

**For and on behalf of the Board of  
Directors**

**Devinder Kumar Jain**  
Managing Director

**Sabihuddin Zafar**  
Director

**Simran kaur**  
Company Secretary

**TRINITY LEAGUE INDIA LIMITED**

**Statement of Profit and Loss for the year ended 31st March, 2015**

Particulars	Note No.	₹	₹
		Year Ending 31.03.2015	Year Ending 31.03.2014
<b>INCOME</b>			
Revenue from operations	8	-	2,525,500
Other Income		32,652	200,710
<b>Total Revenue</b>		<b>32,652</b>	<b>2,726,210</b>
<b>EXPENSES</b>			
Purchase of Traded Goods		-	-
Supervision & Consultancy Charges		-	2,535,350
Employee benefit expense	9	1,746,420	824,170
Administrative & Selling expenses	10	441,246	1,052,352
Financial costs		555	1,487
Depreciation and amortization expense	11	371,509	355,521
<b>Total Expenses</b>		<b>2,559,730</b>	<b>4,768,880</b>
Profit before exceptional and extraordinary items and tax		(2,527,078)	(2,042,670)
Extraordinary Items		(15,472)	23,499
Profit before tax		(2,511,606)	(2,066,169)
Tax expense:			
(1) Current tax		-	-
(2) Deferred tax		-	-
Profit/(Loss) for the period for continuing business		(2,511,606)	(2,066,169)
Profit/Loss from discontinuing operations		-	-
Profit/Loss for the period		(2,511,606)	(2,066,169)
<b>Earning per equity share:</b>			
(1) Basic (on Rs. 10/-per share)		(0.53)	(0.44)
(2) Diluted ( on Rs. 10/- per share)		(0.53)	(0.44)

**SIGNIFICANT ACCOUNTING POLICIES AND NOTES**

**ON ACCOUNT**

**1 to 25**

*Note: The notes referred to above are integral part of the Balance Sheet*

As per our Report of even date

**For Sadana & Co**  
Chartered Accountants  
Firm's Registration No. 011616N

**CA Amit Bansal**  
Partner  
Membership No. 098966

Place : New Delhi  
Dated : 29/04/2015

**For and on behalf of the Board of Directors**

**Devinder Kumar Jain**  
Managing Director

**Sabihuddin Zafar**  
Director

**Simran kaur**  
Company Secretary

**TRINITY LEAGUE INDIA LIMITED**

**CASH FLOW STATEMENT FOR THE YEAR 2014 - 15**

S.No.	Particulars	Amount ₹	₹	₹	₹
			Year Ending 31.03.2015	Amount ₹	Year Ending 31.03.2014
I	<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		(2,527,078)		
A)	Net Profit as per Profit and Loss Account		(2,527,078)		
B)	<b>NET PROFIT BEFORE TAXATION AND EXTRAORDINARY ITEM</b>				
C)	<b>ADD:</b>				
	Depreciation	371,509		355,520	
	Prior Year Adjustment	15,472		(23,499)	
	Provision for Taxation	-		-	
		386,981	<b>(2,140,097)</b>	332,021	<b>(1,710,648)</b>
D)	<b>LESS:</b>				
	Interest Income	32,652		200,710	
E)	<b>Operating Profit Before Working Capital Changes (B+C+D)</b>		(2,172,749)		(1,911,358)
F)	<b>ADD:</b>				
	Decrease in Current Assets	2,827,435		-	
	Increase in Current Liabilities	-	<b>2,827,435</b>	275,463	<b>275,463</b>
G)	<b>LESS:</b>				
	Increase in Current Assets	-		1,451,907	
	Decrease in Current Liabilities	248,712	<b>248,712</b>	-	<b>1,451,907</b>
	<b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>	<b>405,974</b>			<b>(3,087,802)</b>
II	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>				
	(-) Purchase of Tangible Fixed Assets	567,020		53,500	
	(-) Investments	-		-	
	(+) Interest Income	32,652		200,710	
	<b>NET CASH FLOW FROM INVESTING ACTIVITIES</b>		(534,368)		147,210
III	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>				
	(+) Share Application Money Received	-		2,200,000	
	(-) Payment of Loan	-		-	
	<b>NET CASH FLOW FROM FINANCING ACTIVITIES</b>				<b>2,200,000</b>
IV	<b>NET CASH FLOW DURING THE YEAR (I+II+III)</b>		(128,394)		(740,592)
V	Cash and cash equivalents at the beginning of the year		719,109		1,459,701
VI	<b>CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR</b>		<b>590,715</b>		<b>719,109</b>
As per our Report of even date		For and on behalf of the Board of Directors			
For Sadana & Co Chartered Accountants Firm's Registration No. 011616N		Devinder Kumar Jain Managing Director		Sabihuddin Zafar Director	
CA Amit Bansal Partner Membership No. 098966		Simran kaur Company Secretary			
Place : New Delhi Dated : 29/04/2015					



**TRINITY LEAGUE INDIA LIMITED**

**SIGNIFICANT ACCOUNTING POLICIES -YEAR ENDED 31.03.2015**

**I. BASIS OF PREPARATION OF FINANCIAL STATEMENTS**

- a) **Accounting Convention:** The financial Statements are prepared under historical cost convention on accrual basis in accordance with generally accepted accounting principles and applicable accounting standards in India. The financial statements adhere to the presentational requirements of the Companies Act, 2013.
  - b) **Use of Estimates:** The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumption that affect the reported amounts of assets and liabilities and disclosures thereof at the date of financial statements and the reported amounts if revenue and expense during the reporting period
- II. REVENUE RECOGNITION:** The revenue has been recognized in conformity with the requirements of Accounting Standard - 9, issued by the Institute of Chartered Accountants of India.
- III. VALUATION OF STOCKS:** As evident from the balance sheet and as per our scrutiny company has no closing stock at the year end.
- IV. TANGIBLE FIXED ASSETS:** Fixed assets are shown at cost less accumulated depreciation. The cost includes all the cost that is incidental to bringing the assets to its current working position and any other subsequent capitalization.
- V. DEPRECIATION:** Depreciation on assets has been provided on pro rata basis under straight line, method and as per the relevant rates mentioned in the Companies Act, 2013.
- VI. IMPAIRMENT OF ASSETS:** The Company reviews the carrying amounts of its fixed assets to determine whether there is any indication that those assets suffered an impairment loss. If any such indication exists, the recoverable amount of the assets is estimated in order to determine the extent of impairment loss. Recoverable amount is the higher of assets not selling prices and value in use.
- VII. CASH FLOW STATEMENT:** Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non cash nature and deferrals or accruals of past or future cash receipts or payments. The cash flows from regular operation, financing and investing activities of the company are segregated.
- VIII. PROVISION FOR CURRENT TAX AND DEFERRED TAX:** The company is a loss making entity and therefore accounting for taxes on income as per AS – 22 has not been done.
- IX. Treatment of Retirement Benefits**
- i) The contributions to Provident Fund are charged to profit & loss Account every year.
  - ii) The employees doesn't fall under Gratuity Act, hence no provision required
- X.** Accounting policies not specifically referred to are consistent with generally accepted accounting principles.

## TRINITY LEAGUE INDIA LIMITED

### Notes on accounts for the year ended March 31, 2015

	₹	₹		
<b>Note 1: Equity Share Capital</b>	<b>31.03.2015</b>	<b>31.03.2014</b>		
Authorized Share Capital				
1,10,00,000 Equity shares of Rs. 10 each	110,000,000	110,000,000		
Issued, Subscribed & Paid Up Share Capital				
4,695,700 equity shares of Rs. 10/-each fully paid-up	46,957,000	46,957,000		
	<b>46,957,000</b>	<b>46,957,000</b>		
<u>Reconciliation of Share Capital</u>				
	<b>No. of shares</b>	<b>No. of shares</b>		
Equity shares at beginning of the year	4,695,700	4,475,700		
Add: No of shares issued	-	220,000		
Equity shares at end of the year	<b>4,695,700</b>	<b>4,695,700</b>		
The details of shareholders holding more than 5% shares				
	<b>No. of shares</b>	<b>%Holding</b>	<b>No. of Shares</b>	<b>%Holding</b>
	<b>31.03.2015</b>		<b>31.03.2014</b>	
Devinder Kumar Jain	1,305,400	27.80	1,220,900	26.00
Madhulika Jain	707,300	15.06	1,220,900	15.06
Sharad Jain	478,900	10.19	478900	10.19
<b>Note 2: RESERVES &amp; SURPLUS</b>				
<b>Capital Reserve</b>				
	₹		₹	
As per last balance sheet	3,098,220		3,098,220	
Less: Forfeiture of shares during the year	-		-	
	<b>3,098,220</b>		<b>3,098,220</b>	
<b>Profit &amp; Loss Account</b>				
Balance in Profit & Loss A/c- Opening	(27,976,193)		(25,910,024)	
Add ; Profit during the year	(2,511,606)		(2,066,169)	
Balance in Profit & Loss A/c- Closing	(30,487,799)		(27,976,193)	
	<b>(27,389,579)</b>		<b>(24,877,973)</b>	

## TRINITY LEAGUE INDIA LIMITED

### Notes on accounts for the year ended March 31, 2015

	₹	₹
	<u>31.03.2015</u>	<u>31.03.2014</u>
<b><u>Note 3: Other Current Liabilities</u></b>		
Bank OD	-	106,555
Expenses Payable	103,435	185,994
Duties & Taxes	-	18,503
	<u>103,435</u>	<u>311,052</u>
<b><u>Note 4: Tangible Assets [Refer Depreciation Schedule]</u></b>		
Plant & Equipment	1,511,091	1,244,221
Furnitures & Fixtures	-	-
Office Equipment	174,171	245,527
	<u>1,685,262</u>	<u>1,489,748</u>
<b><u>Note 5: Trade Receivables</u></b>		
Debts outstanding for a period more than 6 months considered good	1,052,545	1,052,545
Other Debts considered good	15,916,312	16,455,984
	<u>16,968,857</u>	<u>17,508,529</u>
<b><u>Note 6: Cash and cash equivalents</u></b>		
Cash on hand	564,359	707,218
Balance with scheduled Banks In Current account	26,355	11,894
	<u>590,714</u>	<u>719,112</u>
<b><u>Note 7: Short -term loans and advances</u></b>		
TDS Receivable	382,165	766,373
Input Service Tax	40,301	9,412
Prepaid Expenses	3,557	
Due from related parties	-	1,938,001
	<u>426,023</u>	<u>2,713,786</u>
<b><u>Note 8: Revenue from operations</u></b>		
Risk Management & Consultancy Income	-	2,525,500
	-	2,525,500

## TRINITY LEAGUE INDIA LIMITED

### DEPRECIATION SCHEDULE AS PER COMPANY ACT AS AT 31ST MARCH 2015

Figures in ₹

S.No	PARTICULARS	GROSS BLOCK				RATE	DEPRECIATION			NET BLOCK	
		AS AT 01.04.2014	ADDITION	SOLD	AS AT 31.03.2015		AS AT 01.04.2014	FOR THE YEAR	UPTO 31.03.2015	AS AT 31.03.2015	AS AT 31.03.2014
1	PLANT & MACHINERY	5,821,216	567,020	-	6,388,236	4.75%	4,644,566	284,830	4,929,396	1,458,840	1,176,650
2	FURNITURE & FIXTURE	721,723	-	-	721,723	6.33%	721,723	-	721,723	0	0
3	ELECTRIC INSTALLATION	559,789	-	-	559,789	4.75%	492,218	26,591	518,809	40,980	67,570
4	OFFICE EQUIPMENT	1,146,424	-	-	1,146,424	4.75%	900,896	60,088	960,984	185,440	245,527
	<b>TOTAL</b> Rs...	<b>8,249,152</b>	<b>567,020</b>	<b>-</b>	<b>8,816,172</b>		<b>6,759,403</b>	<b>371,509</b>	<b>7,130,912</b>	<b>1,685,260</b>	<b>1,489,747</b>
	FIGURES FOR PREVIOUS YEAR	8,195,652	53,500	-	8,249,152		6,403,883	355,520	6,759,403	1,489,749	1,791,768

**Notes on accounts for the year ended March 31, 2015**

	₹	₹
	<u>31.03.2015</u>	<u>31.03.2014</u>
<b>Note 9: Employee Benefit Expense</b>		
Salaries		
Staff Welfare	1,743,477	809,924
	2,943	14,246
	<u>1,746,420</u>	<u>824,170</u>

**Note 10: Administrative & Selling Expense**

Auditor Remuneration	26,000	56,472
Advertisement expense	89,696	93,080
Business Promotion	3,864	209,654
Legal & Professional Charges	45,950	38,190
Postage & Courier	6,606	1,666
Printing & Stationery	24,396	6,321
Insurance Expense	3,736	-
Conveyance expense	5,689	31,598
Director Sitting Fee	15,000	15,000
Filing Fee	131,943	26,130
Listing Fee	25,000	32,500
Travelling Expense	36,319	501,551
Misc. Expense	36,319	40,190
	<u>441,246</u>	<u>1,052,352</u>

**Note 11: Financial Cost**

Bank Charges & Commission	555	1,412
Interest Paid		75
	<u>555</u>	<u>1,487</u>

**NOTES FORMING PART OF ACCOUNTS YEAR ENDED 31.03.2015**

12. Contingent Liabilities  
There is no contingent liability.
13. The number of employees throughout the year or any part entitled to receive emoluments in aggregate amounting to Rs. 5,00,000/- or more per month or Rs. 60,00,000/- or more during the year : Nil (Previous year : Nil).
14. In the Opinion of the Management the current asset, shown in the Balance Sheet have a value of realization in the ordinary course of the business at least equal to the amount at which they are stated.
15. No provision for Taxation has been made, because of brought forward unabsorbed depreciation / business losses and no provision for MAT has made because of negative book profit after adjusting unabsorbed depreciation/ brought forward business losses.
16. Depreciation on fixed assets has been provided on pro rata basis under straight line, method and as per the relevant rates mentioned in the Companies Act, 2013
17. The board of Directors has not recommended any dividend due to losses. Therefore, no provision for dividend has been made.
18. The current assets are considered good as certified by the management.
19. Balance confirmation in respect of balance appearing under the head Current Assets and Current Liabilities subject to confirmation.

	Cr. Year	Pr. Year
20. C.I.F. Value of Imports	Nil	Nil
Expenditure in foreign Exchange	Nil	Nil
Earning in Foreign Exchange	Nil	Nil
21. Auditors Remuneration		
Audit fee (including service tax)	29,214.00	56,472.00
Tax Matters	--	--
Total	29,214.00	56,472.00

22. **Deferred Tax Liabilities / Assets**  
There is no virtual certainty of there being sufficient profits available in future to account for deferred tax assets.

23. **Related Parties Disclosure:**

Mr. Devinder Kumar Jain & PAC is related to following parties as required by AS-18:-

Trinity Global Enterprises Limited	Promoter / Director
Trinity Industries Limited	Promoter / Director
M.M. Carpets & Industries Limited	Promoter / Director
Trinity Insurance Brokers Pvt. Ltd.	Promoter / Director

24. **Earnings Per Share**

PARTICULARS	YEAR ENDED	YEAR ENDED
	31/03/2015	31/03/2014
Earning before Extra Ordinary Item	(25,27,078.00)	(20,42,669.00)
Earning After Extra Ordinary Item	(25,11,606.00)	(20,66,168.00)
Weighted average number of Equity Shares outstanding during the year	46,95,700.00	46,95,700.00
Nominal Value of Equity Shares (Rs.)	10	10
Basic and Diluted Earnings per Share (Rs.) before Extra Ordinary Item	(0.53)	(0.44)
Basic and diluted Earnings Per share (Rs.) After Extra ordinary Item	(0.53)	(0.44)

25. Previous year figures have been regrouped and rearranged wherever considered necessary.

**For Sadana & Co**  
**Chartered Accountants**  
**Firm's Registration No. 011616N**

**For and on behalf of the Board of**

**CA Amit Bansal**  
**Partner**  
**Membership No. 098966**

**Devinder Kumar Jain**  
**Managing Director**

**Sabihuddin Zafar**  
**Director**

**Place : New Delhi**  
**Dated : 29/04/2015**

**Simran kaur**  
**Company Secretary**

**Form No. MGT-11**

**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: L74999DL1988PLC031953

Name of the company: TRINITY LEAGUE INDIA LIMITED

Registered office: A-23, MANDAKINI ENCLAVE, ALAKNANDA, NEW DELHI-110019

Name of the member (s): \_\_\_\_\_

Registered address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_

Folio No/ Client Id: \_\_\_\_\_

DP ID: \_\_\_\_\_

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

2. Name: \_\_\_\_\_ E-mail Id: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_ Signature:

or failing him

3. Name: \_\_\_\_\_ E-mail Id: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_ Signature:

or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 27<sup>th</sup> Annual general meeting of the company, to be held on the Friday of 21<sup>st</sup> August, 2015 at 11.00 a.m. at A-23, Mandakini Enclave, Alaknanda, New Delhi-110019 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Description	For	Against
1	Adoption of Annual Accounts and Reports thereon for the financial year ended 31 <sup>st</sup> March, 2015.		
2	To appoint a Director in place of Mr. Sabihuddin Zafar, who retires by rotation and being eligible offers himself for re-appointment.		
3	To appoint Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary resolution.		
4	Regularisation of the appointment of Mrs. Saloni Jain as Director of the company.		

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

Signature of shareholder \_\_\_\_\_

Signature of Proxy holder(s) \_\_\_\_\_

Affix  
Revenue  
Stamp

**Notes:**

1. Please put a 'X' in the Box in the appropriate column against the respective resolutions. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
2. A Proxy need not be a Member of the Company. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of not more than fifty Members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as proxy for any other Member.
3. This form of Proxy, to be effective, should be deposited at the Registered Office of the Company at A-23, Mandakini Enclave, Alaknanda, New Delhi-110019 not later than FORTY-EIGHT HOURS before the commencement of the aforesaid meeting.

## ATTENDANCE SLIP

### TRINITY LEAGUE INDIA LIMITED

Regd. office:A-23, Mandakini Enclave, Alaknanda, New Delhi-110019

CIN No. L74999DL1988PLC031953

Tel.: 01140562329, e-mail: [trinityleague@trinitygroup.ind.in](mailto:trinityleague@trinitygroup.ind.in)

Folio No.	
No. of Shares held	

I/We record my/our presence at the Twenty Seventh Annual General Meeting to be held on 21st August, 2015 Friday at 11.00 a.m. at A-23, Mandakini Enclave, Alaknanda, New Delhi-110019.

Name of the Shareholder/Proxy	
Signature of the Shareholder/Proxy	

NOTE: You are requested to sign and handover this slip at the entrance of the meeting venue.