

FORM A
As per Clause 31(a) of Listing Agreement

Format of covering letter of the annual audit report to be filed with the Stock Exchange(s)

1.	Name of the Company	Tridev Infraestates Limited (Formerly Ashutosh Paper Mills Limited)
2.	Annual financial statement for the year ended	31 st March, 2014
3.	Type of Audit Observation	Unqualified
4.	Frequency Observation	Not Available
5.	To be Signed by- <ul style="list-style-type: none"> • Managing Director 	
	<ul style="list-style-type: none"> • Auditor of the Company 	
	<ul style="list-style-type: none"> • Audit Committee Chairman 	

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

(CIN. L21012DL1988PLC033812)

ANNUAL REPORT FOR THE FINANCIAL YEAR 2013-14

BOARD OF DIRECTORS

Mr. Sunil Kumar Agarwal (Managing Director)

Mr. Amit Aggarwal

Mr. Vinod Kumar Jain

Mr. Santosh Kumar Yadav

Mrs. Payal Agarwal

REGISTERED OFFICE

D-19, Arya Nagar Apartment

91- I.P. Extension,

New Delhi-110092

STATUTORY AUDITORS

SNMG & COMPANY,

Chartered Accountants

LGF-35, Lajpat Nagar III

DELHI-110 024

REGISTRAR & TRANSFER AGENT

Skyline Financial Services Pvt. Ltd.

D-153A, Okhla industrial Area

Phase-I, New Delhi-110020

Email: viren@skylinerta.com

Ph. 011-26812682

IMPORTANT

Shareholders may please note that
NO COUPONS / REFRESHMENT
will be provided at the AGM

Contents	Pages No.
Notice	2
Directors' Report	8
Report on Corporate Governance	11
Management Discussion & Analysis	18
Standalone Financial Statement	
Auditors' Report	19
Balance Sheet	23
Statement of Profit & Loss	24
Cash Flow Statement	25
Notes on Financial Statement	26
Consolidated Financial Statement	
Auditors' Report	32
Balance Sheet	33
Statement of Profit & Loss	34
Cash Flow Statement	35
Notes on Financial Statement	36

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

NOTICE

Notice is hereby given that the 26th Annual General Meeting of the Members of **TRIDEV INFRAESTATES LIMITED** (Formerly Ashutosh Paper Mills Ltd.) (CIN: L21012DL1988PLC033812) will be held on Tuesday, 30th September, 2014 at 10:30 A.M at S-524, Vikas Marg, Shakarpur New Delhi- 110092 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Accounts for the year ended 31st March, 2014 and the Auditors and Directors Report thereon.
2. To appoint **M/S. DEEPAK I P AGARWAL & CO., CHARTERED ACCOUNTANTS(FRN 021682N)** in place of **M/s SNMG & COMPANY CHARTERED ACCOUNTANTS** as Statutory Auditors of the Company, to hold the office from the conclusion of this Annual General Meeting till the Conclusion of next Annual General Meeting of the Company and to fix their remuneration.

SPECIAL BUSINESS

3. **To consider and if though fit, to pass with or without modification, the following resolution as Ordinary Resolution:**

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 including any statutory modification(s) or re-enactment thereof for the time being in force and clause 49 of the Listing agreement, Mr. Vinod Kumar Jain (Din. 01943778) I whose period of office is liable to determination by retirement of directors by rotation and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director, be and is hereby appointed as an Independent Director of the Company to hold office for a term upto Five Consecutive years Form September 30, 2014.

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

4. **To consider and if though fit, to pass with or without modification, the following resolution as Ordinary Resolution:**

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 including any statutory modification(s) or re-enactment thereof for the time being in force and clause 49 of the Listing agreement, Mr. Santosh Kumar Vadav (Din 00041683) whose period of office is liable to determination by retirement of directors by rotation and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director, be and is hereby appointed as an Independent Director of the Company to hold office for a term upto Five Consecutive years Form September 30, 2014.

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

5. **To consider and if though fit, to pass with or without modification, the following resolution as Ordinary Resolution:**

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 including any statutory modification(s) or re-enactment thereof for the time being in force and clause 49 of the Listing agreement, Mrs. Payal Agarwal (Din 00920334) whose period of office is liable to determination by retirement of directors by rotation and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director, be and is hereby appointed as an Director of the Company.

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

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

Registered Office

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

Place : Delhi

Dated : 14.08.2014

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

Sd/-
Sunil Kumar Agarwal
(Managing Director)
DIN: 00033287

NOTES:-

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED WITH THE COMPANY NOT LESS THAN 48 HOURS BEFORE THAT MEETING.
2. REGISTER OF MEMBERS AND SHARE TRANSFER BOOKS WILL BE CLOSED FROM WEDNESDAY 24/09/2014 TO TUESDAY 30/09/2014 (BOTH THE DAYS INCLUSIVE).
3. MEMBERS ARE REQUESTED TO PLEASE NOTIFY IMMEDIATELY ANY CHANGE IN THEIR ADDRESSES TO THE COMPANY.
4. MEMBERS/PROXIES SHOULD BRING THE ATTENDANCE SLIP DULY FILLED IN FOR ATTENDING THE MEETING.
5. SHAREHOLDERS SEEKING ANY INFORMATION WITH REGARD TO ACCOUNTS ARE REQUESTED TO WRITE WELL IN ADVANCE SO AS TO REACH THE COMPANY AT LEAST 7 DAYS PRIOR TO THE ANNUAL GENERAL MEETING TO ENABLE THE MANAGEMENT TO KEEP THE INFORMATION READY AT THE AGM.
6. THE MEMBER ARE REQUESTED TO: -
 - a. INTIMATE CHANGES IF ANY IN THEIR ADDRESS TO THE COMPANY OR TO THE REGISTRAR AND SHARE TRANSFER AGENT OF THE COMPANY, **M/s SKYLINE FINANCIAL SERVICES (P) LTD.** AT D-153A, OKHLA INDUSTRIAL AREA, PHASE-I, DELHI-110020.PH-011-30857575.
 - b. QUOTE FOLIO NUMBER IN ALL THEIR CORRESPONDENCE WITH THE COMPANY.
 - c. BRING THEIR COPIES OF ANNUAL REPORT INCLUDING ATTENDANCE SLIP AT THE VENUE FOR THE AGM.
7. MEMBER HOLDING SHARES IN PHYSICAL FORM ARE REUQUESTED TO LODGE SHARE TRANSFER, TRANSMISSION AND INTIMATE CHANGES, IF ANY, IN THEIR REGISTERED ADDRESS, BANK ACCOUNT AND MANDATE DETAILS, RESIDENTIAL STATUS ETC. QUOTING THEIR FOLIO NUMBER(S) TO COMPANY'S SHARE TRANSFER AGENT.
8. CORPORATE MEMBERS INTENDING TO SEND THEIR AUTHORIZED REPRESENTATIVES ARE REQUESTED TO SEND A DULY CERTIFIED COPY OF THE BOARD RESOLUTION AUTHORIZING THE REPRESENTATIVES TO ATTEND AND VOTE AT THE GENERAL MEETING.
9. THE EXPLANATORY STATEMENTS, PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, IN RESPECT OF THE BUSINESS UNDER ITEM NOS. 3 TO 5 ABOVE, IS ANNEXED HERETO. DISCLOSURES REQUIRED TO BE MADE IN TERMS OF THE SEBI (ICDR) REGULATIONS, 2009 WITH RESPECT TO THE PROPOSED RESOLUTIONS FOR PREFERENTIAL ALLOTMENT ARE ALSO GIVEN IN THE SAID EXPLANATORY STATEMENT AND MAY BE CONSIDERED AS AN INTEGRAL PART OF THE NOTICE OF EGM.

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

10. Voting through electronic means:

In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), listed companies are required to provide members with the facility to exercise their right to vote at the Annual General Meeting (AGM) through electronic means. The Company has availed the services of Central Depository Services Limited (CDSL) for providing the necessary e-voting platform to the members of the Company:

The Board of Directors has appointed M/s Naresh Gupta & Associates through its Proprietor (Mr. Naresh Gupta) Practising Company Secretary, as the Scrutinizer for conducting the e-voting process in accordance with law and in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, and submit it forthwith to the Managing Director and/or Chartered Accountant of the Company.

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

In case of members receiving e-mail:

- (i) Log on to the e-voting website www.evotingindia.com during the voting period.
- (ii) Click on "Shareholders" tab.
- (iii) Select the "Ashutosh Paper Mills Limited" from the drop down menu and click on submit
- (iv) 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. Next enter the Verification Code as displayed and Click on Login.
- (v) If you are holding shares in demat form and had logged on to www.evotingindia.com and casted your vote earlier for any company/entity, then your existing password is to be used.
- (vi) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department(In Capital) (Applicable for both demat shareholders as well as physical shareholders) Or Details as printed in the bottom of Attendance Slip of the AGM Notice.
DOB#	Enter the Date of Birth (DOB) as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format. Or Enter Bank account as given in your demat account or folio number.
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.

Please enter the DOB or Dividend Bank Details in order to login. In case both the details are not recorded with the depository or Company please enter the member id/folio number in the Dividend Bank details field.

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Members holding shares in physical form will then directly reach the EVSN selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

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 the EVSN for **ASHUTOSH PAPER MILLS LIMITED** 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 Resolution details.
- (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 same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) Institutional shareholders (i.e. other than Individuals, HUF, and NRI etc.) are required to log on to www.evotingindia.com 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) In case a Member receives physical copy of the Notice of AGM [or members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy]:
 - (i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM:

EVEN (E Voting Event Number)	USER ID	PASSWORD/PIN
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 - (ii) Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.

General Instructions:

- (a) The voting period begins on September 26, 2014 from 10: 00 AM and ends on September 27, 2014 upto 6:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, may cast their vote electronically. The e-voting module shall be disabled by CDSL on September 27, 2014 at 6: 00 PM for voting thereafter.
- (b) Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares in electronic form or in dematerialized form, and not casting their vote electronically, may cast their respective vote at the Annual General Meeting.
- (c) The voting rights of the shareholders shall be in proportion to their shares of the paid up Equity share capital of the Company as on August 22, 2014.
- (d) The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.ashutoshpapermills.com and on the website of CDSL within two (2) days of passing of the resolutions at the Annual General Meeting of the Company scheduled to be held on September 30, 2014 and communicated to all the participating Stock Exchanges(s).
- (e) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQ") and e-voting manual available at <http://www.evotingindia.co.in> under help section or write an email to helpdesk.evoting@cdslindia.com or ashutoshpapermills@gmail.com

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

ANNEXURE TO THE NOTICE

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

Item No-3&4

The Company had appointed Sh. Vinod Kr Jain (DIN: 01943778) and Sh. Santosh Kumar Yadav (DIN: 00041683) as Independent Directors pursuant to the provisions of Section 194 of the Companies Act, 2013 (the Act) and Clause 49 of the Listing Agreement entitled with the Stock Exchange(s), at various occasions, in compliance with the requirements of the clause.

Pursuant to the provisions of Section 149 of the Companies Act, 2013 and the corresponding rules thereon and in accordance with the Ministry of Corporate Affairs Circular No. 09/2014 dated 9th June, 2014 regarding clarification on Rules prescribed under the Companies Act, 2013.

- Matters relating to appointment and qualification of Directors and Independent Directors, there is requirement to appoint the independent Directors of the Company in accordance with the provisions of Section 149 of the Companies Act, 2013 and the corresponding rules thereon.

Sh. Vinod Kr Jain (DIN: 01943778) and Sh. Santosh Kumar Yadav (DIN: 00041683) non-executive directors of the Company, have given a declaration to the Board that they meet the criteria of independence as provided under Section 149(6) of the Act. In the opinion of the Board, each of these directors fulfill the conditions specified in the Act and the Rules framed there under for appointment as Independent Director and they are independent of the management.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of these directors as Independent Directors is now being placed before the Members for their approval.

The terms and conditions of appointment of the above Directors, mentioned in the Appointment letter shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday till the date of Annual General Meeting.

Item No-5

Mrs . Payal Agarwal was appointed as Additional Director of the Company on 10/08/2014 and is liable to retire at the ensuing Annual General Meeting. The Company has received a notice under section 160 of the Companies Act,2013 along with a requisite deposit from himself proposing his appointment for the office of the Director of the Company. Considering the vast experience of Mrs . Payal Agarwal, your Board recommend for his re-appointment as Director of the Company.

Except Mrs. Payal Agarwal, none of the Director is interested or concerned in the resolution.

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

Sd/-
Sunil Kumar Agarwal
(Managing Director)
DIN : 00033287

Place : Delhi
Dated : 14.08.2014

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

Pursuant to clause 49 of Listing Agreement, the brief profile of Directors eligible for appointment vide item no. 3 & 4 is as follows :

Name of the Director(s)	DIN	Date of Birth	Date of Appointment	Qualifications and experience	Number of shares held in the company
Vinod Kr Jain	01943778	06/02/1948	26/02/2010	Graduate and Wide experience in managing large and diverse business	Nil
Santosh Kumar Yadav	00041683	01/03/1972	12/07/2010	Graduate and experience in Finance & taxation	Nil
Payal Agarwal	00920334	16/05/1977	10/08/2014	Graduate and experience in diverse business	Nil

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

Place : Delhi
Dated : 14.08.2014

Sd/-
Sunil Kumar Agarwal
(Managing Director)
DIN : 00033287

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

DIRECTOR'S REPORT

To
The Members
Tridev Infraestates Limited
(formerly Ashutosh paper Mills Ltd)

Your Directors have pleasure in presenting the 26th Annual Report on the business, operations and financial performance of the company during the financial year ended 31st March 2014.

FINANCIAL RESULTS

(₹ In lacs)

Particulars	For The Year Ended	
	31st March 2014	31st March, 2013
Sales/Operating Income	107.08	177.18
Other Income	-	-
Expenses:-		
Purchase of Stock in trade	96.12	161.13
Changes in Inventories of Stock in Trade	-	-
Employee Benefit Expenses	4.93	6.87
Depreciation and Amortisation Expenses	-	-
Administrative & Other expenses	4.74	8.91
Profit Before Tax	1.29	0.26
Less:		
Current Year Tax	0.39	0.08
Deferred Tax	-	-
Profit/(Loss) after tax	0.90	0.18

BUSINESS REVIEW

The year has ended with a Net Profit of ₹ 90,018/- as against Net Profit of ₹ 18,238/- of last year. The Company is exploring avenues for business opportunities and wish to enter in new area of activity. The Company is trying its best to keep its expenses in check in spite of inflationary trends and to revive the business of the Company. Barring unforeseen circumstances- we expect better performance in the current year.

FUTURE OUTLOOK

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

DIVIDEND

The Board is of the view that the Company should utilize its funds towards the operations to accelerate the growth rate. Accordingly the Board does not recommend any dividend payment for the year 2013-14.

PUBLIC DEPOSIT SCHEME

Your Company has neither invited nor accepted any deposits from public within the meaning of Section 58A and 58 AA of the Companies Act, 1956 read with Companies (Acceptance of Deposit) Rules, 1975 during the year under review.

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

CORPORATE GOVERNANCE

Your Company is committed to maintain the highest standards of Corporate Governance. Your Director adhere to the stipulations set out in the Listing Agreement with the Stock Exchanges and have implemented all the prescribed requirements.

A separate report on Corporate Governance as stipulated, under Clause 49 of the listing Agreement, with the Stock Exchanges and have implemented all the prescribed requirements.

A certificate from the auditors of the company M/s SNMG & Co; Chartered Accountants confirming compliance of conditions of Corporate Governance as stipulated in Clause 49 is annexed to this report.

DIRECTORS

Your board has a Non-Executive Chairman and the number of Independent Directors is half of the total strength of Directors. The composition of the board is in conformity of Clause 49 of the Listing Agreement.

Your board of directors consist of the following four directors:

1. Mr. Sunil Kumar Agarwal (Managing Director)
2. Mr. Amit Agarwal (Non-Executive Director)
3. Mr. Vinod Kumar Jain (Non-Executive Independent Director); and
4. Mr. Santosh Kumar Yadav (Non-Executive Independent Director)
5. Mrs Payal Agarwal (Non-Executive Director)

AUDITORS AND THEIR REPORT

M/s SNMG & Co., Chartered Accountants, Chartered Accountants, who served as Statutory Auditors of the company since a long time, resigned from the position w.e.f. 30th September, 2014, expressing their inability to continue as the Statutory Auditors of the Company. In their replacement, **M/s DEEPAK I P AGARWAL & CO., CHARTERED ACCOUNTANTS**, will be appointed as Statutory Auditors of the Company with approval of shareholders of the company by way of ordinary resolution passed in its Annual General Meeting.

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

SUBSIDIARIES

As on 31st March 2014, the Company has three Wholly Owned Subsidiary namely Xenon Tradecom Limited, JBD Estates Limited and Aglow Steels Limited respectively.

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

CONSOLIDATED FINANCIAL STATEMENT

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

CORPORATE GOVERNANCE

A separate section on Corporate Governance together with a certificate from the Company's auditors confirming the compliance of conditions of Corporate Governance as stipulated in Clause 49 of the listing agreement with the Stock Exchanges is annexed hereto.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report as required under Clause 49 of the Listing Agreement with the Stock Exchanges is given in Annexure-A and forms an integral part of this report.

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

The information pertaining to conservation of energy, technology absorption, foreign exchange earnings & outgo, as required under the Companies Act, 2013, read with the Draft Companies Rules, 2013 is given as per Annexure- B & forms part of the Directors Report.

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

DIRECTORS' RESPONSIBILITY STATEMENT

In Accordance with the provisions of Section 134(5) (Corresponding to Section 217(2AA) of the Companies Act, 1956) the Board confirms & submits the Director's Responsibility Statement:-

- i) in the preparation of the annual accounts, the applicable accounting standards have been followed and that no material departures have been made from the same;
- ii) they have 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 or loss of the company for that period;
- iii) they have taken proper and sufficient care for the maintenance of adequate accounting records for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv) they have prepared the annual accounts on a going concern basis.

PARTICULARS OF EMPLOYEES

As required under section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended time to time, no employee of the company was covered by these provisions during the year ended 31.03.2014.

ACKNOWLEDGEMENT

Your Directors wish to place on record their appreciation for the co-operation extended to the company by commercial banks, business associates, shareholders, customers and executives.

On behalf of the Board of Directors
For **TRIDEV INFRAESTATES LIMITED**

Sd/-

Sunil Kumar Agarwal

(Managing Director)

DIN: 00033287

Sd/-

Vinod Kumar Jain

(Director)

DIN: 01943778

Place : Delhi

Dated : 14.08.2014

ANNEXURE TO THE DIRECTORS REPORT

CONSERVATION OF ENERGY

The operations of your Company do not consume high levels of energy. Adequate measures have been taken to conserve by using energy, efficient computers and equipment.

A. TECHNOLOGY ABSORPTION

FORM B

Research & Development

<ul style="list-style-type: none">Specific areas in which R&D carried out by the Company	<ul style="list-style-type: none">Review of the existing courses & evaluation of feasibility of the new courses to be launched & estimating the costing thereof.Providing technical support on existing products
<ul style="list-style-type: none">Benefits derived as a result of the above R&D	<ul style="list-style-type: none">As a result the organisation is being able to implement current courses.
<ul style="list-style-type: none">Future plan of action	<ul style="list-style-type: none">R&D Plans to enter the client server areas, as this is a major thrust area in the IT Industry.
<ul style="list-style-type: none">Expenditure on R&D	<ul style="list-style-type: none">NIL

B. FOREIGN EXCHANGE EARNINGS

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

Particulars	Year Ended March 31, 2014	Year Ended March 31, 2013
Earnings in Foreign currency	Nil	Nil
Expenditure in Foreign Currency	Nil	Nil

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

REPORT ON CORPORATE GOVERNANCE

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

I. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

GOOD CORPORATE GOVERNANCE MEANS ADOPTION OF BEST BUSINESS PRACTICES TO ENSURE THAT THE COMPANY NOT ONLY OPERATES WITHIN REGULATORY FRAMEWORK, BUT IS ALSO GUIDED BY ETHICS Your Company possesses an ethical mind set about the values of good Corporate Governance. For Tridev Infraestates Limited, Corporate Governance stands for responsible and value creating management and control of the Company. The company's policies and practice are not only consistent with the statutory requirement but also underline its commitment to operate in the best interest of its stakeholders.

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

II BOARD OF DIRECTORS

The composition of Board is as follows:-

S. No.	Name of the director	Status
1	Sunil Kumar Agarwal	Managing Director
2	Amit Agarwal	Non-Executive Director
3	Vinod Kumar Jain	Non-Executive Independent Director
4	Santosh Kumar Yadav	Non-Executive Independent Director
5	Payal Agarwal	Non-Executive Director

In furtherance of its Corporate Governance policy the Company ensures that all statutory, significant material information are placed before the board/committee of directors for their approval to enable them to discharge their responsibilities as trustees.

Attendance of each director at Board Meetings and the last AGM

During the year the board of directors met 7 times as on 17/04/2013, 30/05/2013, 10/08/2013, 18/09/2013 and 12/10/2013, 14/11/2013, 14/02/2014 the attendance and composition and category of directors are as follows:

Name of the Director	Attendance Particulars			Committee memberships/ Chairmanships in our Company		Number of other Directorships & Committee memberships
	Board Meeting		Last AGM	Memberships	Chairmanships	Directorships
	Held	Present				
Sunil Kumar Agarwal	7	7	Yes	2	-	-
Amit Agarwal	7	7	Yes	-	1	-
Vinod Kumar Jain	7	7	Yes	2	1	1
Santosh Kumar Yadav	7	7	Yes	2	-	1
Payal Agarwal	7	-	No	-	-	-

III COMMITTEES OF THE BOARD

a) Audit Committee

The audit committee of the company was constituted to exercise power & discharge functions as stipulated in section 177 of the Companies Act, 2013 (Corresponding to section 292A of the Companies Act, 1956), Clause 49 of the listed agreement with Stock Exchange and other relevant statutory / regulatory provision.

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

Composition

The Audit Committee comprises following three members having strong background in financial management:-

S.No.	Name of Directors	Category
1.	Mr. Vinod Kumar Jain	Chairman (Non-Executive Independent Director)
2.	Mr. Sunil Kumar Agarwal	Member (Executive Director)
3.	Mr. Santosh Kumar Yadav	Member (Non-Executive Director)

Meetings of the Audit Committee:

Four meetings of committee were held during the year on 30/05/2013, 10/08/2013, 14/11/2013 and 14/02/2014. All the members of the committee were present in the meetings held during their respective tenure.

Role of Audit Committee:

The Audit Committee of the Company, inter-alia, provides assurance to the Board on the existence and adequacy of effective internal control systems. Brief description of the terms of reference to the Audit Committee: -

- a. Oversight of the Company's financial reporting process and the disclosure of its financial information.
- b. Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment of any other services.
- c. Reviewing and recommending the appointment and removal of managerial personnel, fixation of remuneration and also approval for payment for any other services as recommended by the Remuneration Committee.
- d. Reviewing with management of the annual financial statements before submission to the board, focusing primarily on:
- e. Any changes in accounting policies and practice.
- f. Major accounting entries based on exercise of judgment by management.
- g. Qualifications in draft audit report.
- h. Significant adjustments arising out of audit.
- i. The going concern assumption.
- j. Compliance with accounting standard.
- k. Any related party transactions of the company of material nature, with Promoters or the management, their subsidiaries or relatives etc. that may have potential conflict with the interests of Company at large.
- l. Reviewing with the management, external and internal auditors, and the adequacy of internal control systems.
- m. Reviewing the adequacy of internal audit functions.
- n. Discussion with internal auditors on any significant findings and follow-up there on.
- o. Reviewing the findings of any internal investigations by the internal auditors into the matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
- p. Discussion, with external auditors before the audit commences, of nature and scope of audit as well as has post-audit discussion to ascertain any area of concern.
- q. Reviewing the Company's financial and risk management Policies.
- r. To look into the reasons for substantial defaults in the payment to the creditors.
- s. To consider and review any other matter as may be directed by the Board.

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

b) INVESTORS /SHAREHOLDERS GRIEVANCE COMMITTEE

The Company has formed the Shareholders Grievances/ Share Transfer Committee, constituted by the Board, to approve inter-alia transfer/ transmission of shares, issue of duplicate share certificates, approving the split and consolidation requests and other matter including Shareholder's complaints and grievances. The Committee also reviews the periodicity and effectiveness of the Share transfer process, statutory certifications.

The composition of the Shareholders Grievances / Share Transfer Committee is as under:

Mr. Amit Agarwal	Chairman
Mr. Vinod Kumar Jain	Member
Mr. Santosh Kumar Yadav	Member

The Committee meets at least twice a month to approve transfer requests received from the investor during the previous week to ensure prompt delivery of securities to the shareholders.

The Minutes of the Committee Meeting are placed at the Board meeting from time to time. The Board has authorized the Share transfer Committee to approve the transfer of shares. During the year, all the Complaints of the Shareholders were resolved to the satisfaction of the shareholders.

IV COMPLIANCE OFFICER OF THE COMPANY

Mr. Sunil Kumar Agarwal is the Compliance Officer for complying with the requirements of the Listing Agreement with the Stock Exchanges

V GENERAL BODY MEETING:-

a) GENERAL MEETINGS

DETAILS OF LAST THREE ANNUAL GENERAL MEETINGS

AGM	Financial Year	Date	Time	Location
25th AGM	2012-2013	28.09.2013	10.30AM	D-19, Arya Nagar Apartment, 91-I.P. Extension, New Delhi-110092
24th AGM	2011-2012	28.09.2012	10:30AM	D-19, Arya Nagar Apartment, 91-I.P. Extension, New Delhi-110092
23rd AGM	2010-2011	29.09.2011	10:00AM	D-19, Arya Nagar Apartment, 91-I.P. Extension, New Delhi-110092

b) POSTAL BALLOT

No resolutions were passed by postal ballot during the year ended 31st March, 2014.

c) Extra Ordinary Meeting:

A meeting of shareholders of the company to be held 08.09.2013 at Registered office of the company for change of name from Ashutosh Paper Mills Limited to Tridev Infraestates Limited.

VI CODE OF CONDUCT

The Company is committed to conduct business in accordance with the highest standards of business ethics and complying with applicable laws, rules and regulations.

The Company believes that a good corporate governance structure would not only encourage value creation but also provide accountability and control systems commensurate with risks involved.

The code has been circulated to all the members of the Board and Senior Management and the compliance of the same has been affirmed by them.

VII DISCLOSURES

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

- All details relating to financial and commercial transactions wherein Directors may have a potential interest are provided to the Board and the interested Directors neither participate in the discussion nor do they vote on such matters.

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

- b) These are at prices which are reasonable, having regard to the prevailing market prices at the relevant time.

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

VIII MEANS OF COMMUNICATION

Quarterly Results are published in prominent daily local Hindi newspaper and national English newspaper. Management Discussions and Analysis Forms part of the Annual Report in a separate section. The Company has not made any formal presentation to the Institutional Investors during the year.

IX GENERAL SHAREHOLDER INFORMATION

Financial Year : 1st April, 2013 to 31st March, 2014
26th Annual General Meeting : On Tuesday 30th September, 2014 at 10:30AM
at S-524, Vikas Marg , Shakarpur New Delhi-110092

Financial Calendar

Financial Year : 1st April, 2013 to 31st March, 2014
1st Quarterly Results : 10/08/2013
2nd Quarterly Results : 14/11/2013
3rd Quarterly Results : 14/02/2014
4th Quarterly Results : 30/05/2014
Date of Book Closure : 24th September, 2014 to 30th September, 2014
(both days inclusive)

Dividend Date : Not Applicable

Listing on Stock Exchange

The company is listed in following exchanges:

1) Bombay Stock Exchange

Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 023

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

STOCK MARKET DATA (YEAR 2013-2014)

Month	High	Low
April, 2013	15.90	12.30
May, 20123	12.06	4.87
June, 2013	4.78	3.39
July, 2013	4.48	3.21
August, 2013	4.00	3.44
September, 2013	5.13	3.30
October, 2013	7.35	4.09
November, 2013	4.92	3.67
December, 2013	3.85	3.30
January, 2014	5.77	3.67
February, 2014	5.49	4.90
March, 2014	4.79	4.13

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

X REGISTRAR AND SHARE TRANSFER AGENT

M/s. SKYLINE FINANCIAL SERVICES LIMITED

Unit: Ashutosh Paper Mills Limited Ltd

D-153A, Okhla Industrial Area,

Phase-I, New Delhi-110020

Telephone No: 011-26812682

E-mail Address: viren@skylinerta.com

XI SHARE TRANSFER SYSTEM

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

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

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

XII SHAREHOLDING PATTERN AS ON 31st MARCH, 2014.

a. *Distribution of Shareholding as on March 31, 2014.*

No. of Shares	No. of Shareholders	% to total	No. of Shares held	% to total
0-500	348	49.79	66081	1.01
501 -1000	96	13.73	80483	1.23
1001-2000	65	9.30	103448	1.59
2001-3000	47	6.72	123951	1.90
3001-4000	28	4.01	105019	1.61
4001- 5000	8	1.14	38186	0.59
5001-10000	46	6.58	375105	5.75
10001 & above	61	8.73	5633127	86.33

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

b. Category of shareholders as on March 31, 2014

Category	No. of Shares	Percentage of holdings
A. Promoters Holding		
i) Promoters		
a. Indian-individual	7,80,510	11.96%
b. Foreign	Nil	Nil
ii) Persons acting in concert		
a. Directors	Nil	Nil
b. Director's Relatives	Nil	Nil
Sub Total (A)	7,80,510	11.96%
B. Public Holding		
i) Institutional Investor		
a) Mutual Fund	Nil	Nil
b) Financial institutions/Banks	Nil	Nil
c) Central Govt./State Govt.(s)	Nil	Nil
d) Venture capital fund/Ins. Cos,	Nil	Nil
e) FII Etc.	Nil	Nil
Sub Total (B)(i)	Nil	Nil
ii) Non-Institutions Investors		
a) Bodies Corporate	39,79,131	60.98%
b) Individuals		
i) shareholding < ₹ 1.00 Lac	7,40,024	11.34%
ii) shareholding > ₹ 1.00 Lac	9,47,986	14.53%
c) NRI	Nil	Nil
i) Clearing Member	1	0.00%
ii) Corporate Body- OCB	Nil	Nil
iii) Intermediary/Other Depository A/c	Nil	Nil
iv) H.U.F	68,498	1.05%
v) Any Other	9250	0.14%
Sub Total (B)(ii)	57,44,890	88.04%
Sub Total (B)	57,44,890	88.04%
Grand Total (A+B)	65,25,400	100%
Shares held by custodian and against which Depository Receipt is issued	Nil	Nil

DEMATRIALISATION OF SHARES

The Company's shares are tradable compulsorily in electronic form. The Company has established through its Registrar and Share Transfer Agents, connectivity with National Securities Depository Ltd (NSDL) and Central Depository Services (I) Ltd (CDSL). As on 31st March, 2014 the equity shares have been dematerialized are 99.99%.

Investors may address any correspondence to:

Mr. Sunil Kumar Agarwal (Compliance Officer)

Ashutosh Paper Mills Limited

D-19, Arya Nagar Apartment,

91-I.P. Extension, New Delhi-110092

Ph: 011-43025091, Fax: 011-22482084

E-mail : ashutoshpapermills@gmail.com

Website : www.ashutoshpapermills.com

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

CERTIFICATE IN TERMS OF CLAUSE 49 OF THE LISTING AGREEMENT

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

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

For and On behalf of the Board of Directors

Place : Delhi
Dated : 14.08.2014

Sd/-
Sunil Kumar Agarwal
(Managing Director)
DIN: 00033287

Sd/-
Vinod Kumar Jain
(Director)
DIN: 01943778

CERTIFICATION BY MANAGING DIRECTOR

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

- 1) We have reviewed financial statement and the cash flow statement for the period ended 31.03.2014 and that to the best of our knowledge and belief:
 - a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- 2) There are, to the best of our knowledge and belief, no transaction entered into by the company during the period, which is fraudulent, illegal or violative of the company's code of conduct.
- 3) Further, we accept responsibility to establish and maintain internal controls for financial reporting and Accordingly, we have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting and I have disclosed to the auditors and the Audit committee, wherever applicable:
 - a) Deficiencies in the design or operation of the internal controls, if any of which we are aware and the steps have been taken or propose to take rectify these deficiencies.
 - b) Significant changes in the internal control over the financial reporting during the period;
 - c) Significant changes in accounting policies during the period and that the same have been disclosed in the notes to the financial statements;
 - d) Instances of significant fraud of which we came to know and involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system.

For and On behalf of the Board of Directors

Place : Delhi
Dated : 14.08.2014

Sd/-
Sunil Kumar Agarwal
(Managing Director)
DIN: 00033287

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

DECLARATION BY MANAGING DIRECTOR

I, Sunil Kumar Agarwal, Managing Director of **TRIDEV INFRAESTATES LIMITED** hereby declare that all the board members and senior managerial personnel have affirmed for the year ended 31st March, 2014 compliance with the code of conduct of the company laid down by them.

For and On behalf of the Board of Directors

Sd/-

Place : Delhi
Dated : 14.08.2014

Sunil Kumar Agarwal
(Managing Director)
DIN: 00033287

MANAGEMENT DISCUSSION & ANALYSIS

BUSINESS SCENARIO

The Company is exploring alternative avenues for business opportunities and entered into capital markets in current year. The Company is trying its best to keep its expenses in check in spite of inflationary trends and to expand the business of the Company. Baring unforeseen circumstances- we expect better performance in the current year by trading and investing cautiously.

The year has ended with a Net Profit after Tax of ₹ 0.90 Lacs as against Net Profit after Tax of ₹ 0.18 Lacs of last year.

MANAGEMENT OF RISK

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

INTERNAL CONTROLS & SYSTEMS

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

HUMAN RESOURCE

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

For and On behalf of the Board of Directors

Sd/-

Place : Delhi
Dated : 14.08.2014

Sunil Kumar Agarwal
(Managing Director)
DIN: 00033287

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF
TRIDEV INFRAESTATES LIMITED
Report on the Financial Statements

We have audited the accompanying financial statements of **TRIDEV INFRAESTATES LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2014, and the statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's responsibility for the financial statements

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 sub-section (3c) of section 211 of the companies act, 1956. 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.

Auditor's 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 ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal 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 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 March 31, 2014;
- (b) In the case of the profit and loss account, of the profit/ loss for the year ended on that date; and
- (c) In the case of the cash flow statement, of the cash flows for the year ended on that date.

Report on other legal and regulatory requirements

1. As required by the companies (auditor's report) order, 2003 issued by the central government of India in terms of sub-section (4a) of section 227 of the act, we give in the annexure a statement on the matters specified in paragraphs 4 and 5 of the order.
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 purpose of our audit;
 - B. In our opinion proper books of account as required by law have been kept by the company so far as appears from our examination of those books.
 - C. The balance sheet, statement of profit and loss, and cash flow statement dealt with by this report are in agreement with the books of account

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

- D. In our opinion, the balance sheet, statement of profit and loss, and cash flow statement comply with the accounting standards referred to in sub-section (3c) of section 211 of the companies act, 1956;
- E. On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the board of directors, none of the directors is disqualified as on march 31, 2014, from being appointed as a director in terms clause (g) of sub-section (1) of section 274 of the companies act, 1956.
- F. Since the central government has not issued any notification as to the rate at which the cess is to be paid under section 441a of the Companies Act, 1956 nor has it issued any rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the company.

For **M/S. SNMG & COMPANY**
Chartered Accountants
F.R.No: 004921N

Sd/-
CA. NEERAJ GUPTA
(PARTNER)
M.No: 087004

Place : New Delhi
Date : 30/05/2014

ANNEXURE TO THE AUDITORS' REPORT

Referred to in paragraph 3 of our report of even date

- (i) a) The company has no fixed Assets. Accordingly the provisions of clause 4(i) (b) and (c) of the companies (Auditor's Report) 2003 are not applicable to the company.
- (ii) As there is no inventory as on 31st March, 2014, hence sub-clauses (a), (b) and (c) of clause 4 of CARO 2003 is not applicable to the company.
- (iii) a) According to the information and explanations given to us, the company has neither granted nor taken any loans, secured or unsecured to/from companies, firms or other parties, covered in the register maintained under section 301 of the Companies Act, 1956. Accordingly the provisions of clause 4(iii) (b), (c) and (d) of the companies (Auditor's Report) 2003 are not applicable to the company.
- vi) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchases of inventory, fixed assets and with regard to the sale of goods. During the course of our audit, no major weakness has been noticed in internal controls.
- (v) a) On the basis of the audit procedures performed by us and according to the information, explanations and representations given to us, we are of the opinion that, the transactions in which directors were interested as contemplated under section 297 and sub-section (6) of section 299 of the Companies Act, 1956, and which were required to be entered in the register maintained under section 301 of the Companies Act, 1956, have so entered.
b) According to the information and explanations given to us, transactions exceeding the value of ₹ 5,00,000/- have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- (vi) The company has not accepted any deposits as defined under sections 58A of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975.
- (vii) In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
- (viii) According to the information and explanations given to us, maintenance of cost records have not been prescribed by the Central Govt. under section 209 (1) (d) of the Companies Act, 1956.

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

- (ix) a) According to the records of the company, in our opinion the company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education and protection fund, employee's state insurance, income tax, sales tax, wealth tax, custom duty, excise duty, cess and any other statutory dues applicable to it.
- b) According to the information and explanations given to us, there are no undisputed amount payable in respect of income tax, sales tax, customs duty, wealth tax and excise duty were outstanding as on 31st March 2014 for a period of more than six months from the date becoming payable.
- (x) The company has no accumulated losses as at 31st March, 2014. The company has not incurred any cash losses during the financial year ended on that date or in the immediately preceding financial year.
- (xi) According to the records of the company examined by us and the information and explanations given to us, the company has not defaulted in repayment of dues to any financial institution or bank or debenture holders as at the balance sheet date.
- (xii) The company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) In our opinion, the company is not a chit fund or a nidhi/mutual benefit fund/society.
- (xiv) In respect of shares, securities, debentures and other investments, dealt in or traded by the company, proper records have been maintained in respect of transactions and contracts, and timely entries have been made therein.
- (xv) According to the information and explanations given to us, the company has not given any guarantee for loans taken by others, from banks or financial institutions during the year.
- (xvi) The Company has not obtained any term loans during the current year except for unsecured loans taken from Banks/financial institutions/other parties.
- (xvii) Based on the information and explanations given to us and on an overall examination of the balance sheet of the company, in our opinion, there are no funds raised on a short term basis which have been used for long term investment and vice-versa.
- (xviii) According to the information and explanations given to us, the company has not made preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act during the year.
- (xix) According to the information and explanations given to us, during the period covered by our audit report, the company has not issued any debentures.
- (xx) The company has not raised money by way of public issues during the period.
- (xxi) Based on the audit procedures performed and information and explanations given to us, we report that no fraud on or by the company has been noticed or reported during the course of our audit.

For **M/S. SNMG & COMPANY**
Chartered Accountants
F.R.N: 004921N

Sd/-
CA. NEERAJ GUPTA
(PARTNER)
M.No: 087004

Place : New Delhi
Date : 30 /05 /2014

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

AUDITOR'S CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT(S)

TO
THE MEMBERS OF
M/S. TRIDEV INFRAESTATES LIMITED

We have examined the compliance of conditions of Corporate Governance by **M/S. TRIDEV INFRAESTATES LIMITED**, for the year ended on 31st March, 2014 as stipulated in clause 49 of the Listing Agreement of the said Company with the Stock Exchange.

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

In our opinion and to the best of our information and according to the explanation given to us, we certify that the Company has complied with, in all material respect 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 the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **M/S. SNMG & COMPANY**
Chartered Accountants
F.R.N: 004921N

Sd/-
CA. NEERAJ GUPTA
(PARTNER)
M.No: 087004

Place : New Delhi
Date : 14/08/2014

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

BALANCE SHEET AS AT 31ST MARCH 2014

(Amount in ₹)

Particulars	Note	31st March, 2014	31st March, 2013
I EQUITY AND LIABILITIES			
(1) Shareholders' Fund			
Share Capital	1	65,254,000	65,254,000
Reserves and Surplus	2	(19,209,084)	(19,299,102)
(2) Current Liabilities			
Other Current Liabilities	3	1,889,303	1,038,530
Short-Term Provisions	4	38,580	8,160
TOTAL		47,972,799	47,001,588
II ASSETS			
(1) Non-Current Assets			
(a) Other Non-Current Assets	5	-	159,970
(b) Investment in Subsidiary Co.	6	3,000,000	-
(2) Current Assets			
Cash and Cash Equivalents	7	404,496	321,816
Short-Term Loans and Advances	8	44,568,303	46,519,802
TOTAL		47,972,799	47,001,588
NOTES ON ACCOUNTS	12		

(Notes 1 to 12 referred to above form an integral part of the Balance Sheet & Profit & Loss A/C)

For **M/s SNMG & CO.**
Chartered Accountants
F.R.N. 004921N

For and on behalf of the Board
SVAM Software Limited

Sd/-
(CA. NEERAJ GUPTA)
Partner
Membership No. 087004

Sd/-
Sunil Kumar Agarwal
(Managing Director)
DIN No. 00033287

Sd/-
Vinod Kumar Jain
(Director)
DIN No. 01943778

Place : New Delhi
Dated : 30/05/2014

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2014

(Amount in ₹)

Particulars	Note	31st March, 2014	31st March, 2013
I. Revenue from Operations:			
Sales of Products & Services	9	10,708,230	17,718,000
II Total Revenue		10,708,230	17,718,000
III Expenses:			
Purchase of Stock in Trade		9,612,100	16,113,000
Employee Benefits Expenses	10	493,500	687,000
Administrative & Other Expenses	11	474,032	891,602
IV Total Expenses		10,579,632	17,691,602
V Profit Before Tax (II-IV)		128,598	26,398
VI Tax Expenses:			
(1) Current Year Tax		38,580	8,160
(2) Deferred Tax Adjustment		-	-
VII Profit / (Loss) after Tax for the period from Continuing Operations		90,018	18,238
VIII Profit / (Loss) for the Period transferred to Reserve & Surplus		90,018	18,238
IX Earning per Equity Share:			
(1) Basic		0.014	0.003
(2) Diluted		0.014	0.003
NOTES ON ACCOUNTS	12		

(Notes 1 to 12 referred to above form an integral part of the Balance Sheet & Profit & Loss A/C)

For **M/s SNMG & CO.**
Chartered Accountants
F.R.N. 004921N

For and on behalf of the Board
SVAM Software Limited

Sd/-
(CA. NEERAJ GUPTA)
Partner
Membership No. 087004

Sd/-
Sunil Kumar Agarwal
(Managing Director)
DIN No. 00033287

Sd/-
Vinod Kumar Jain
(Director)
DIN No. 01943778

Place : New Delhi
Dated : 30/05/2014

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2014

(Amount in ₹)

Particulars	Year Ended 31st March, 2014	Year Ended 31st March, 2013
(A) CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before taxation, and extraordinary items	128,598	26,398
Adjustment for:		
Preliminary Expenses Written off	159,970	160,000
Operating Profit Before Working Capital Changes	<u>288,568</u>	<u>186,398</u>
Adjustment for :		
Increase/(Decrease) in Sundry Creditors, Others Liabilities & Provisions	(1,023,530)	(280,470)
(Increase)/Decrease in Short Term Loan & Advances	1,951,499	646,511
(Increase)/Decrease in Other Assets	-	(160,000)
Cash Generated from Operations	<u>1,216,537</u>	<u>392,439</u>
Direct Taxes	8,160	117,610
Net Cash From Operating Activities(A)	<u><u>1,208,377</u></u>	<u><u>274,829</u></u>
(B) CASH FLOW FROM INVESTING ACTIVITIES		
Investment in subsidiary Company	(3,000,000)	-
Net Cash used in Investing Activities (B)	<u><u>(3,000,000)</u></u>	<u><u>-</u></u>
(C) CASH FLOW FROM FINANCING ACTIVITIES		
Current Liabilities	1,874,303	-
Net Cash used in Financing Activities(C)	<u><u>1,874,303</u></u>	<u><u>-</u></u>
Net Increase/(Decrease) in cash and cash equivalents(A+B+C)	82,680	274,829
Cash & Cash Equivalents as at beginning of the year	<u>321,816</u>	<u>46987</u>
Cash & Cash Equivalents as at Closing of the year	<u><u>404,496</u></u>	<u><u>321,816</u></u>

In terms of our separate report even date attached

For **M/s SNMG & CO.**
Chartered Accountants
F.R.N. 004921N

For and on behalf of the Board
SVAM Software Limited

Sd/-
(CA. NEERAJ GUPTA)
Partner
Membership No. 087004

Sd/-
Sunil Kumar Agarwal
(Managing Director)
DIN No. 00033287

Sd/-
Vinod Kumar Jain
(Director)
DIN No. 01943778

Place : New Delhi
Dated : 30/05/2014

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

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

(Amount in ₹)

Particulars	31st March, 2014	31st March, 2013
1 SHARE CAPITAL		
(a) Authorised		
8000000 Equity Shares of ₹ 10/- Each	80,000,000	80,000,000
TOTAL	80,000,000	80,000,000
(b) Issued, Subscribed & Paid Up		
6525400 Equity Shares of ₹ 10/- Each Fully paid up	65,254,000	65,254,000
TOTAL	65,254,000	65,254,000

(c) Shares in the Company held by each Shareholder holding more than 5% Shares are as under:

Name of the Shareholder	As at 31st March 2014		As at 31st March 2013	
	No. of Shares Held	% of Holding	No. of Shares Held	% of Holding
ZAYAT CONSTRUCTION PRIVATE LIMITED	-	-	572,200	8.77
DSE FINANCIAL SERVICES LTD.	-	-	529,595	8.12
MARFATIA STOCK BROKING PVT. LTD.	-	-	387,148	5.93
ALPS MOTOR FINANCE PVT. LTD.	-	-	347,000	5.32
VENUS INSEC PRIVATE LIMITED	929,300	14.24	-	-
SURYA MEDITECH LIMITED	659,325	10.10	-	-
N D FINANCIAL SERVICES PRIVATE LTD.	527,362	8.08	-	-
SHRIDHAR FINANCIAL SERVICES LTD.	423,021	6.48	-	-

(Amount in ₹)

Particulars	31st March, 2014	31st March, 2013
2 RESERVE & SURPLUS		
General Reserve		
Add: Opening Balance of Profit & Loss A/C	(19,299,102)	(19,317,340)
Current Year's Profit & Loss A/C	90,018	18,238
TOTAL	(19,209,084)	(19,299,102)
3 OTHER CURRENT LIABILITIES		
Other Outstanding Liabilities	1,874,303	1,038,530
Audit Fee Payable	15,000	-
TOTAL	1,889,303	1,038,530
4 SHORT-TERM PROVISIONS		
For Income Tax	38,580	8,160
TOTAL	38,580	8,160

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

(Amount in ₹)

Particulars	31st March, 2014	31st March, 2013
5 OTHER NON-CURRENT ASSETS		
Miscellaneous Expenditure to the extent not Written off	-	159,970
TOTAL	-	159,970
6 Non-Current INVESTMENT		
Equity Instrument		
Other than Trade- Unquoted		
Investment in equity share of subsidiary company		
100000 Eq. Shares of JBD Estate Ltd. of ₹ 10/- fully paid up	1,000,000	-
100000 Eq. Shares of Xenon Tradecom Ltd. of ₹ 10/- fully paid up	1,000,000	-
100000 Eq. Shares of Aglow Steels Ltd. of ₹ 10/- fully paid up	1,000,000	-
	3,000,000	-
7 CASH & CASH EQUIVALENTS		
(A) Cash in Hand	40,820	119,029
(B) Balances with Scheduled Banks		
(i) In Current Accounts	363,676	202,787
TOTAL	404,496	321,816
8 SHORT-TERM LOANS & ADVANCES		
(Unsecured, Considered Good)		
Advances Recoverable in Cash or in Kind or Value to be Received	44,568,303	46,519,802
TOTAL	44,568,303	46,519,802
9 SALES OF PRODUCTS & SERVICES		
Domestic Sales		
Sales Domestic	10,708,230	17,718,000
TOTAL	10,708,230	17,718,000
10 EMPLOYEES BENEFITS EXPENSES		
Salaries to Staff	304,100	513,000
Staff & Labour Welfare Expenses	189,400	174,000
TOTAL	493,500	687,000

TRIDEV INFRAESTATES LIMITED
(Formerly Ashutosh Paper Mills Ltd)

(Amount in ₹)

Particulars	31st March, 2014	31st March, 2013
11 ADMINISTRATIVE & OTHER EXPENSES		
Advertisement Expenses	25,256	30,159
Remuneration Auditors:		
As Audit Fee	15,000	15,000
Share Transfer, Custodian Fee & Other	44,599	99,277
Travelling & Conveyance Expenses	32,450	46,244
General Expenditure	4,250	51,000
Preliminary Exp. Written Off	159,970	160,000
Telephone Expenses	15,670	19,524
Printing & Stationary	16,579	50,400
Rent	-	180,000
Postage & Courier	8,560	12,400
Legal & Professional Charges	-	6,000
NSDL	17,023	17,425
Filling Fees	5,105	2,000
Bank Charges	-	853
AGM Expenses	119,070	201,320
Secretarial Expenses	10,500	-
TOTAL	474,032	891,602

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2014

SIGNIFICANT ACCOUNTING POLICIES

i) Basis of Accounting:

The financial statements are prepared under the historical cost convention in accordance with the generally accepted accounting principles in India and the provisions of the Companies Act, 1956 and wherever applicable as per the provisions of the Companies Act, 2013.

ii) Use of Estimates:

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

iii) Investments:

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

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

iv) Revenue Recognition:

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

v) Provisions and Contingencies

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

vi) Retirement Benefits

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

vii) Cash Flow Statement:

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

viii) Segment Reporting

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

ix) Contingent Liabilities

As certified by the management there is no Contingent liability as on 31/03/2014.

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

x) Related Party Disclosure:

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

I. Key Management Personnel

- Mr. SUNIL KUMAR AGARWAL
- Mr. SANTOSH KUMAR YADAV
- Mr. VINOD KUMAR JAIN
- Mr. AMIT AGGARWAL
- Mrs. PAYAL AGARWAL

II. Subsidiaries

1. Xenon Tradecom Limited
2. JBD Estate Limited
3. Aglow Steels limited

xi) Earnings in Foreign Currency

	Year Ended 31st March, 2014	Year Ended 31st March, 2013
Sale of Shares	Nil	Nil
Dividend and Interest	Nil	Nil
Other Income	Nil	Nil

xii) Expenditure in Foreign Currency

	Year Ended 31st March, 2014	Year Ended 31st March, 2013
Travelling Expenses	Nil	Nil
Others	Nil	Nil

xiii) Payment to Auditors

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

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

xvi) Earning Per Share (EPS)

Basic earning per share is calculated by dividing the net Profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

Diluted earning per share is calculated by dividing the net profit attributable to equity shareholders by weighted average number of equity shares outstanding during the year after adjusting for the effects of dilutive options.

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

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

	₹	₹
Net Profit/ (Loss) as per P&L Account available to shareholders	90,018/-	18238/-
Weighted average No. of Equity Shares	6525400	6525400
Earnings per Share (Basic & Diluted)	0.014	0.003

xvii) Due to Small Scale Undertakings exceeding ₹ 1.00 lakh overdue for more than 30days – Nil

xviii) The additional Information pursuant to revised Schedule VI to the Companies Act, 1956 are either Nil or Not Applicable.

For **M/s SNMG & CO.**
Chartered Accountants
F.R.N. 004921N

For and on behalf of the Board
SVAM Software Limited

Sd/-
(CA. NEERAJ GUPTA)
Partner
Membership No. 087004

Sd/-
Sunil Kumar Agarwal
(Managing Director)
DIN No. 00033287

Sd/-
Vinod Kumar Jain
(Director)
DIN No. 01943778

Place : New Delhi
Dated : 30/05/2014

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

CONSOLIDATED INDEPENDENT AUDITORS' REPORT

TO THE BOARD OF DIRECTORS OF
TRIDEV INFRAESTATES LIMITED
(formerly Ashutosh Paper Mills Ltd)

Report on the consolidated financial statement

We have audited the accompanying financial statements of TRIDEV INFRAESTATES LIMITED (the company) its subsidiaries and jointly controlled entities (collectively referred to as "the Group"), which comprise the consolidated balance sheet as at March 31, 2014, and the consolidated statement of profit and loss and consolidated cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's responsibility for the financial statements

Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the financial position, consolidated financial performance and consolidated cash flows of the company in accordance with the accounting standards notified under the companies Act, 1956 (the Act)(which continue to be applicable in respect of section 133 of the companies Act,2013 in terms of general Circular 15/2013 dated 13th September, 2013 of the Ministry of corporate Affairs. 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.

Auditor's 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 ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the 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 control relevant to the Group's preparation and fair presentation of the consolidated 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 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 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:

- a. in the case of the consolidated balance sheet, of the state of affairs of the Group as at March 31, 2014;
- b. in the case of the consolidated statement of profit and loss account, of the profit/ loss for the year ended on that date; and
- c. in the case of the consolidated cash flow statement, of the cash flows of the Group for the year ended on that date.

For **M/S SNMG & COMPANY**
CHARTERED ACCOUNTANTS
Firm Reg. No. 004921N

Sd/-
CA. NEERAJ GUPTA
(Partner)
M. No.087004

Date : 30/05/2014
Place : New Delhi

TRIDEV INFRAESTATES LIMITED
(Formerly Ashutosh Paper Mills Ltd)

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2014

(Amount in ₹)

Particulars	Note	31st March, 2014	31st March, 2013
I EQUITY AND LIABILITIES			
(1) Shareholders' Fund			
Share Capital	1	65,254,000	65,254,000
Reserves and Surplus	2	(19,209,084)	(19,299,102)
(2) Current Liabilities			
Other Current Liabilities	3	1,889,303	1,038,530
Short-Term Provisions	4	38,580	8,160
TOTAL		47,972,799	47,001,588
II ASSETS			
(1) Non-Current Assets			
(a) Other Non-Current Assets	5	138,000	159,970
(2) Current Assets			
Cash and Cash Equivalents	6	3,266,496	321,816
Short-Term Loans and Advances	7	44,568,303	46,519,802
TOTAL		47,972,799	47,001,588
NOTES ON ACCOUNTS	11		

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

For **M/s SNMG & CO.**
Chartered Accountants
F.R.N. 004921N

For and on behalf of the Board
SVAM Software Limited

Sd/-
(CA. NEERAJ GUPTA)
Partner
Membership No. 087004

Sd/-
Sunil Kumar Agarwal
(Managing Director)
DIN No. 00033287

Sd/-
Vinod Kumar Jain
(Director)
DIN No. 01943778

Place : New Delhi
Dated : 30/05/2014

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

**CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED
31ST MARCH, 2014**

(Amount in ₹)

Particulars	Note	31st March, 2014	31st March, 2013
I. Revenue from Operations:			
Sales of Products & Services	8	10,708,230	17,718,000
II Total Revenue		10,708,230	17,718,000
III Expenses:			
Purchase of Stock in Trade		9,612,100	16,113,000
Employee Benefits Expenses	9	493,500	687,000
Administrative & Other Expenses	10	474,032	891,602
IV Total Expenses		10,579,632	17,691,602
V Profit Before Tax (II-IV)		128,598	26,398
VI Tax Expenses:			
(1) Current Year Tax		38,580	8,160
(2) Deferred Tax Adjustment		-	-
VII Profit / (Loss) after Tax for the period from Continuing Operations		90,018	18,238
VIII Profit / (Loss) for the Period transferred to Reserve & Surplus		90,018	18,238
IX Earning per Equity Share:			
(1) Basic		0.014	0.003
(2) Diluted		0.014	0.003
NOTES ON ACCOUNTS	11		

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

For **M/s SNMG & CO.**
Chartered Accountants
F.R.N. 004921N

For and on behalf of the Board
SVAM Software Limited

Sd/-
(CA. NEERAJ GUPTA)
Partner
Membership No. 087004

Sd/-
Sunil Kumar Agarwal
(Managing Director)
DIN No. 00033287

Sd/-
Vinod Kumar Jain
(Director)
DIN No. 01943778

Place : New Delhi
Dated : 30/05/2014

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED
ON 31ST MARCH, 2014**

(Amount in ₹)

Particulars	Year Ended 31st March, 2014	Year Ended 31st March, 2013
(A) CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before taxation, and extraordinary items	128,598	26,398
Adjustment for:		
Preliminary Expenses Written off	159,970	160,000
Operating Profit Before Working Capital Changes	288,568	186,398
Adjustment for:		
Increase/(Decrease) in Sundry Creditors, Others Liabilities & Provisions	(1,023,530)	(280,470)
(Increase)/Decrease in Short Term Loan & Advances	1,951,499	646,511
(Increase)/Decrease in Other Assets	-	(160,000)
Cash Generated from Operations	1,216,537	392,439
Direct Taxes	8,160	117,610
Net Cash From Operating Activities (A)	1,208,377	274,829
(B) CASH FLOW FROM INVESTING ACTIVITIES		
Pre-incorporation Expenses paid	(138,000)	-
Net Cash used in Investing Activities (B)	(138,000)	-
(C) CASH FLOW FROM FINANCING ACTIVITIES		
Current Liabilities	1,874,303	-
Net Cash used in Financing Activities (C)	1,874,303	-
Net Increase/(Decrease) in cash and cash equivalents (A+B+C)	2,944,680	274,829
Cash & Cash Equivalents as at beginning of the year	321,816	46987
Cash & Cash Equivalents as at Closing of the year	3,266,496	321,816

In terms of our seprate report even date attached

For **M/s SNMG & CO.**
Chartered Accountants
F.R.N. 004921N

For and on behalf of the Board
SVAM Software Limited

Sd/-
(CA. NEERAJ GUPTA)
Partner
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Sunil Kumar Agarwal
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DIN No. 00033287

Sd/-
Vinod Kumar Jain
(Director)
DIN No. 01943778

Place : New Delhi
Dated : 30/05/2014

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

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

(Amount in ₹)

Particulars 31st March, 2014 31st March, 2013

1 SHARE CAPITAL

(a) Authorised

8000000 Equity Shares of ₹ 10/- Each 80,000,000 80,000,000

TOTAL 80,000,000 80,000,000

(b) Issued, Subscribed & Paid Up

6525400 Equity Shares of ₹ 10/- Each Fully paid up 65,254,000 65,254,000

TOTAL 65,254,000 65,254,000

(c) Shares in the Company held by each Shareholder holding more than 5% Shares are as under:

Name of the Shareholder	As at 31st March 2014		As at 31st March 2013	
	No. of Shares Held	% of Holding	No. of Shares Held	% of Holding
ZAYAT CONSTRUCTION PRIVATE LIMITED	-	-	572,200	8.77
DSE FINANCIAL SERVICES LTD.	-	-	529,595	8.12
MARFATIA STOCK BROKING PVT. LTD.	-	-	387,148	5.93
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N D FINANCIAL SERVICES PRIVATE LTD.	527,362	8.08	-	-
SHRIDHAR FINANCIAL SERVICES LTD.	423,021	6.48	-	-

(Amount in ₹)

Particulars 31st March, 2014 31st March, 2013

2 RESERVE & SURPLUS

General Reserve

Add : Opening Balance of Profit & Loss A/C (19,299,102) (19,317,340)

Current Year's Profit & Loss A/C 90,018 18,238

TOTAL (19,209,084) (19,299,102)

3 OTHER CURRENT LIABILITIES

Other Outstanding Liabilities 1,874,303 1,038,530

Audit Fee Payable 15,000 -

TOTAL 1,889,303 1,038,530

TRIDEV INFRAESTATES LIMITED
(Formerly Ashutosh Paper Mills Ltd)

(Amount in ₹)

Particulars	31st March, 2014	31st March, 2013
4 <u>SHORT-TERM PROVISIONS</u>		
For Income Tax	38,580	8,160
TOTAL	38,580	8,160
5 <u>OTHER NON-CURRENT ASSETS</u>		
Miscellaneous Expenditure to the extent not Written off	-	159,970
Priliminary Expenditure to the extent not Written-off	138,000	-
TOTAL	138,000	159,970
6 <u>CASH & CASH EQUIVALENTS</u>		
(A) Cash in Hand	202,820	119,029
(B) Balances with Scheduled Banks		
(i) In Current Accounts	3,063,676	202,787
TOTAL	3,266,496	321,816
7 <u>SHORT-TERM LOANS & ADVANCES</u> (Unsecured, Considered Good)		
Advances Recoverable in Cash or in Kind or Value to be Received	44,568,303	46,519,802
TOTAL	44,568,303	46,519,802
8 <u>SALES OF PRODUCTS & SERVICES</u>		
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Sales Domestic	10,708,230	17,718,000
TOTAL	10,708,230	17,718,000
9 <u>EMPLOYEES BENEFITS EXPENSES</u>		
Salaries to Staff	304,100	513,000
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TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

(Amount in ₹)

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Rent	-	180,000
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NSDL	17,023	17,425
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Bank Charges	-	853
AGM Expenses	119,070	201,320
Secretarial Expenses	10,500	-
TOTAL	474,032	891,602

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2014

SIGNIFICANT ACCOUNTING POLICIES

i) Basis of Accounting:

The financial statements are prepared under the historical cost convention in accordance with the generally accepted accounting principles in India and the provisions of the Companies Act, 1956 and wherever applicable as per the provisions of the Companies Act, 2013.

ii) Use of Estimates:

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

iii) Investments:

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

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

iv) Revenue Recognition:

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

v) Provisions and Contingencies

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

vi) Retirement Benefits

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

vii) Cash Flow Statement:

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

b) Cash and cash equivalents represent cash and bank balances only

viii) Segment Reporting

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

ix) Contingent Liabilities

As certified by the management there is no Contingent liability as on 31/03/2014.

x) Related Party Disclosure:

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

I. Key Management Personnel

- Mr. SUNIL KUMAR AGARWAL
- Mr. SANTOSH KUMAR YADAV

TRIDEV INFRAESTATES LIMITED

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- Mr. VINOD KUMAR JAIN
- Mr. AMIT AGGARWAL
- Mrs Payal Agarwal

II. Subsidiaries

1. Xenon Tradecom Limited
2. JBD Estate Limited
3. Aglow Steels limited

xi) Earnings in Foreign Currency

	Year Ended 31st March, 2014	Year Ended 31st March, 2013
Sale of Shares	Nil	Nil
Dividend and Interest	Nil	Nil
Other Income	Nil	Nil

xii) Expenditure in Foreign Currency

Travelling Expenses	Nil	Nil
Others	Nil	Nil

xiii) Payment to Auditors

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

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

xvi) Earning Per Share (EPS)

Basic earning per share is calculated by dividing the net Profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

Diluted earning per share is calculated by dividing the net profit attributable to equity shareholders by weighted average number of equity shares outstanding during the year after adjusting for the effects of dilutive options.

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

	₹	₹
Net Profit/ (Loss) as per P&L Account available to shareholders	90,018/-	18238/-
Weighted average No. of Equity Shares	6525400	6525400
Earnings per Share (Basic & Diluted)	0.014	0.003

xvii) Due to Small Scale Undertakings exceeding ₹ 1.00 lakh overdue for more than 30 days - Nil

xviii) The additional Information pursuant to revised Schedule VI to the Companies Act, 1956 are either Nil or Not Applicable.

For **M/s SNMG & CO.**
Chartered Accountants
F.R.N. 004921N

For and on behalf of the Board
SVAM Software Limited

Sd/-
(CA. NEERAJ GUPTA)
Partner
Membership No. 087004

Sd/-
Sunil Kumar Agarwal
(Managing Director)
DIN No. 00033287

Sd/-
Vinod Kumar Jain
(Director)
DIN No. 01943778

Place : New Delhi
Dated : 30/05/2014

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Ltd)

TRIDEV INFRAESTATES LIMITED

CIN: L21012DL1988PLC033812

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

Tel: 011-43206710, **Fax:** 011-22482084

Email: ashutoshpapermills@gmail.com, **Website:** www.ashutoshpapermills.com

PROXY FORM

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

26th Annual General Meeting on Tuesday, the 30th September, 2014

Name of the members(s)	:
Registered address	:
E-mail Id	:
Folio No/DP ID-Client ID No.	:

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

1. Name: E-mail Id:
Address: Signature:, or falling him/her
.....
2. Name: E-mail Id:
Address: Signature:, or falling him/her
.....
3. Name: E-mail Id:
Address: Signature:, or falling him/her
.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26th Annual General Meeting of the Company, to be held on Tuesday, 30th September, 2014 at 10:30 A.M at S- 524, Vikas Marg , Shakarpur , Delhi-110092 and at any adjournment thereof in respect of such resolutions as are indicated below:

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

Resolution Number	Resolution	Against	For
	Ordinary Business		
1	To receive, consider and adopt the Audited Accounts for the year ended 31st March, 2014 and the Auditors and Directors Report thereon.		
2	To appoint M/S. DEEPAK I P AGARWAL & CO., CHARTERED ACCOUNTANTS(FRN 021682N) in place of M/s SNMG & COMPANY CHARTERED ACCOUNTANTS as Statutory Auditors of the Company, to hold the office from the conclusion of this Annual General Meeting till the Conclusion of next Annual General Meeting of the Company and to fix their remuneration		
	Special Business		
3	Appointment of Mr. Vinod Kumar Jain (Din. 01943778) as an Independent Director.		
4	Appointment of Mr.Santosh Kumar Vadav (Din 00041683) as an Independent Director.		
5	Appointment of Mrs. Payal Agarwal (Din 00920334) as an Director of the Company.		

Signed this day of2014

Affix Revenue Stamp

.....
Signature of shareholder(s)

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

Notes:

1. This form of the proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. ** It is optional to indicate your preference. If you leave the for, against column blank against any or all resolutions, your proxy will be titled to vote in the manner as he/she may deem appropriate.
3. For the resolutions, Explanatory Statement and Notes, please refer to the Notice of the 26th Annual General Meeting.

TRIDEV INFRAESTATES LIMITED

CIN: L21012DL1988PLC033812

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

Tel: 011-43206710, Fax: 011-22482084

Email: ashutoshpapermills@gmail.com, Website: www.ashutoshpapermills.com

BALLOT FORM

Name(s) of Shareholder(s)/ Beneficial Owner Including joint-holders, if any	:	
Registered Address of the Sole / First named Shareholder	:	
Registered Folio No. / Client ID No.	:	
No. of Shares held	:	

I / we hereby exercise my / our vote in respect of the Resolution / s to be passed through postal ballot for the business stated in the Notice of the Company by sending my / our assent / dissent to the said Resolution by placing Tick(✓) mark at the appropriate box below:

S. No.	Resolution Type	Particulars	I/We assent to the Resolution/s	I/We dissent to the Resolution/s
1.	Ordinary Resolution	To receive, consider and adopt the Audited Accounts for the year ended 31st March, 2014 and the Auditors and Directors Report thereon.		
2.	Ordinary Resolution	To appoint M/S. DEEPAK I P AGARWAL & CO., CHARTERED ACCOUNTANTS (FRN 021682N) in place of M/s SNMG & COMPANY CHARTERED ACCOUNTANTS as Statutory Auditors of the Company, to hold the office from the conclusion of this Annual General Meeting till the Conclusion of next Annual General Meeting of the Company and to fix their remuneration		
3.	Ordinary Resolution	Appointment of Mr. Vinod Kumar Jain (Din. 01943778) as an Independent Director.		
4.	Ordinary Resolution	Appointment of Mr.Santosh Kumar Vadav (Din 00041683) as an Independent Director.		
5.	Ordinary Resolution	Appointment of Mrs. Payal Agarwal (Din 00920334) as an Director of the Company.		

Place :

Date :

Signature of the Shareholder / Beneficial Owner