

Goa Energy Private Limited

Corporate Information

Board of Directors:

Mr P K Mukherjee

Mr S L Bajaj

Mr Amit Pradhan

Registered Office:

Goa Energy Private Limited

221, Fort House, Second Floor,

Dr D N Road, Fort,

Mumbai – 400001

Maharashtra, India

Auditors:

PKF Sridhar & Santhanam

Chartered Accountant

Chennai

Bankers:

IDBI Bank, Mumbai,

Indian Overseas Bank, Mumbai

Allahabad Bank, Mumbai

ICICI Bank, New Delhi

Corporation Bank, Panaji

Establishments:

Goa, India

Directors' Report

To the Members,

The SIXTEENTH ANNUAL REPORT of the Company together with the Audited Statement of Accounts for the Financial Year ended March 31, 2012 is presented herewith.

On November 03, 2011, Sesa Goa Limited signed a Share Purchase Agreement under which Sesa Goa Limited acquired on March 1, 2012 all the equity shares of Goa Energy Private Limited. As such your Company has become a wholly owned subsidiary of Sesa Goa Limited. The present Board of Directors were not part of decision making process for the activities reported up to March 1, 2012 under this report and this report is therefore based on the records available after the acquisition.

1. FINANCIAL RESULTS:

	₹ In Crores	
	2011-2012	2010-2011
Profit before provision for depreciation & tax	7.82	6.54
Less: Depreciation	5.45	5.44
Provision for Tax		
- Current Tax (Minimum Alternative Tax)	0.49	0.22
- Deferred Tax	4.98	-
Profit (Loss) after depreciation & tax	(3.10)	0.88
Add: Balance brought forward from preceding year	(5.08)	(5.96)
Profit (Loss) available for appropriation	(8.18)	(5.08)
Appropriations		
General Reserve	-	-
Balance Carried to Balance Sheet	(8.18)	(5.08)
	(8.18)	(5.08)

2. DIVIDEND :

With a view to conserve resources for future operations, your Directors do not recommend any dividend for the financial year ended March 31, 2012.

3. BUSINESS PERFORMANCE AND OUTLOOK :

SGL has taken over the operational control of the plant w.e.f. March 2, 2012, the TG generation since March 2, 2012 during the month of March was 13,364 MWH.

The long-term borrowing was paid in full to the financial institutions which was replaced by loan from fellow subsidiaries.

OUTLOOK:

Short term:

The prime target in the short term is maximizing the operational efficiency of GEPL plant by implementing measures to improve the overall plant PLF to 70%.

Medium term:

The medium term target is to improve the GEPL Plant load factor(PLF) from 70% to 78% & improving the net realization through power sale. The target of 78% is arrived at availability of waste heat, excess BF gas, grid outages, planned preventive and statutory shutdown.

4. DIRECTORS :

The Board of Directors vide circular resolution dated March 1, 2012 appointed Mr. P. K. Mukherjee, Mr. S. L. Bajaj and Mr. Amit Pradhan as Additional Directors of the Company. They cease to hold office at the ensuing Annual General Meeting in terms of Section 260 of the Companies Act, 1956 but being eligible offers themselves for re-appointment.

Mr. V. K. Ahluwalia ceased to be Chief Executive Officer and Director of the Company w.e.f. May 31, 2011 due to resignation. The Board placed on record its appreciation for the valuable services rendered by Mr. Ahluwalia during his tenure as CEO & Director of the Company.

Mr. S. Padmanabhan and Mr. Deepak Tehlan resigned as Directors of the Company at the Board Meeting held on March 13, 2012.

5. AUDITORS :

M/s. Kadam & Co, Chartered Accountants resigned as statutory auditors of the Company, vide their letter dated March 12, 2012. The shareholders at the Extra Ordinary General Meeting of the Company held on March 20, 2012 appointed M/s. PKF Sridhar & Santhanam, Chartered Accountants as statutory auditors to hold office till the conclusion of the ensuing Annual General Meeting of the Company.

M/s. PKF Sridhar & Santhanam, Chartered Accountants retire at the ensuing Annual General Meeting and are eligible for re-appointment.

6. DIRECTORS' RESPONSIBILITY STATEMENT :

Your Directors confirm that:

- (i) the applicable accounting standards have been followed along with proper explanations relating to material departures, if any, for preparation of the annual accounts;
- (ii) the accounting policies have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year ended March 31, 2012 and of the profits of the Company for that year;
- (iii) proper and sufficient care has been taken to maintain adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud or other irregularities;
- (iv) the annual accounts have been prepared on a going concern basis,

7. SAFETY

The FSI is an index which simultaneously takes into accounts both the frequency and severity of accidents. The Company's safety performance is given below:

	2011 -2012	2010 -2011
FSI	-	-

8. PARTICULARS OF EMPLOYEES :

A statement giving prescribed information relating to employees pursuant to the provisions of Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 is annexed to this Report.

9. CONSERVATION OF ENERGY :

Your company has been continuously making efforts to reduce Energy Consumption focusing primarily on :-

- Improving reliability and maximizing capacity utilization of Machineries.
- Elimination of wastages through constant monitoring/up-keeping.
- Periodic training and employee motivation towards Energy Conservation.
- Upgradation of Technology and modernization of Plant.

In addition to above measure, the Company has been continuously monitoring the implementation of energy saving procedures and programmes in its production and service units.

10. TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION :

The Company's operations relating to generation of power are fully indigenous. The Company maintains a close and continuous interaction with the Industry Associates / leaders to remain updated on technological innovations, product / service improvements.

The Company maintains a sophisticated Research and Development Centre for the purpose identifying the means of:

- Quality improvement for increasing customer satisfaction and productivity.
- Environment friendly production processes and wastes Management.
- Provision of intensive support to the marketing and operational functions.

Improvement in the absorption of technology is a continuous process and the efforts taken towards the same by way of inputs and benefits derived thereof cannot be quantified separately.

11. FOREIGN EXCHANGE EARNINGS AND OUTGO :

There were no earnings in foreign exchange or any outgo.

12. ACKNOWLEDGEMENT :

The Directors would like to thank the employees and employee associates, shareholders, customers, suppliers, bankers, regulatory authorities and all the other business associates of the Company for their confidence and support to its Management. It would also like to thank the Central and State Governments for their support. And, finally, Goa Energy Limited recognizes and appreciates the cooperation and support from its holding Company Sesa Goa Limited.

For and on behalf of the Board of Directors

Place: Panaji, Goa

Dated: April 20, 2012

Amit Pradhan

Director

S. L. Bajaj

Director

Annexure-A to Directors' Report

Information as per Section 217 (1) (e) read with the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 and forming part of the Directors' Report for the year ended March 31, 2012.

A. CONSERVATION OF ENERGY

The Company is engaged in the business of generation of power. The Company's 30 MW waste heat recovery based Power Generation Plant is situated at Amona / Navelim in the State of Goa. The Power Generation Plant of the Company is well equipped with the hi-tech energy monitoring and conservation system to monitor usage, minimise wastage and increase overall efficiency of the power plant. The Company continues to take various initiatives on conservation of energy.

B. TECHNOLOGICAL ABSORPTION

Particulars with respect to Technology Absorption are given below in the prescribed Form B:

Research and Development (R&D):

Nil

Technology Absorption, Adaptation and Innovation:**1. Efforts made towards technology absorption, adaptation and innovation are outlined below:**

The Company continues to take various initiatives to improve the technology and spread awareness by creating conducive atmosphere in its Power Generation Plant, which inter-alia includes the following

- a) Imparting training to all the employees at regular intervals
- b) Use of advanced technology and development of its own technologies
- c) Display of informative boards at work station for conservation of energy
- d) Reduction in power consumption
- e) Awareness programmes towards optimum utilization of natural resources

2. Benefits derived as a result of the above efforts are inter alia:

- a) Improved efficiencies in the power generation.
- b) Improvement in pollution control system.
- c) Improved and sustainable resource and environment management.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

During the year, there were no earnings in foreign exchange. The outgo in foreign exchange was nil during the year as against of ₹ 184,561/- in the previous year.

For and on behalf of the Board of Directors

Place: Panaji, Goa

Dated: April 20, 2012

Amit Pradhan

Director

S. L. Bajaj

Director

Annexure-B to Directors' Report

Particulars of Employees pursuant to Section 217(2A) of the Companies Act, 1956, read with the Companies(Particulars of Employees) Rules, 1975, forming part of the Directors Report for the year ended March 31, 2012

Sr. No.	Name of the Employee	Designation/ Nature of Duties	Gross Remuneration (₹ In Crs.)	Qualification	Experience in Years	Date of Commencement of Employment	Age of the Employee (Years)	Last Employment held before joining the Company
1	2	3	4	5	6	7	8	9
(A) Employed throughout the financial year								
	NA*							
(B) Employed for the part of the financial year								
1.	V K Ahluwalia	CEO	0.21	BE (Mechanical)	48	01/06/2009	69	Pipavav Energy Private Ltd.

*NA – Not Applicable

Notes:

- The Gross Remuneration received / receivable is inclusive of Salaries, Bonus, Commission to Directors, Company's Contribution towards Provident Fund, House. Assistance, Superannuation Fund, Medical and other benefit, Leave Travel Assistance and Allowances as applicable in accordance with the Company's Rules.
- The Company Contribution to a separate Gratuity Trust Fund for future payment of retirement Gratuity to its employees. The trust has taken a Group Gratuity-CumLife Insurance Corporation of India Limited. The liability pertaining to Individual Employee is not ascertainable and therefore has not been included.
- The nature of Employment is Contractual.
- No employee holds by himself or along with his/her spouse and dependent children, 2% or more equity shares of the Company.

For and on behalf of the Board of Directors

Place: Panaji, Goa
Dated: April 20, 2012

Amit Pradhan
Director

S. L. Bajaj
Director

Auditors' Report

To the Shareholders

We have audited the attached Balance Sheet of Goa Energy Private Limited as at March 31, 2012 and the Profit and Loss Account and also the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements based on our audit.

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

1. As required by the Companies (Auditor's Report) Order, 2003 as amended by the Companies (Auditor's Report) (Amendment) Order 2004 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraph 4 and 5 of the said Order.
2. Further to our comments in the Annexure referred to above, we report that:
 - a) We have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of the books;
 - c) The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account;
 - d) In our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report 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, 2012 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on March 31, 2012 from being appointed as a director of the Company in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;
 - f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts, read in conjunction with the Notes on Accounts give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view in conformity with accounting principles generally accepted in India:
 - i. In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2012;
 - ii. In the case of the Profit and Loss Account, of the loss for the year ended on that date; and
 - iii. In the case of the Cash Flow Statement, of the cash flow for the year ended on that date.

For **PKF Sridhar & Santhanam**
Chartered Accountants
Firm Registration No 0039905

V. Kothandaraman
Partner
Membership No.: 25973

Place : Mumbai
Date : April 20, 2012

Annexure to the Auditors' Report

(Referred to in paragraph 1 of our Report of even Date)

Based upon the information and explanations furnished to us and the books and records examined by us in the normal course of our audit, we report that to the best of our knowledge and belief:

- i) The Company has generally maintained proper records showing full particulars including quantitative details and situation of Fixed Assets.

The company has a regular program of verifying fixed assets every year, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In our opinion and as per the information given by the Management, no material discrepancies were noticed during such verification.

There was no substantial disposal of fixed assets during the year.

- ii) In our opinion, physical verification of inventory has been conducted at reasonable intervals by the management.

In our opinion, the procedures of physical verification of inventory followed by the management are adequate in relation to the size of the Company and the nature of its business.

The Company has maintained proper records of inventory. No material discrepancies have been noticed on physical verification between physical stock and book records.

- iii) The Company has not taken / granted any loans secured or unsecured from/to companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956.

- iv) In our opinion and according to the information and explanations given to us there are adequate internal control procedures commensurate with the size of the Company and the nature of its business for purchase of inventory and fixed assets and sale of goods and services. During the course of audit we have not observed any major weakness in the internal controls or any continuing failures to correct major weaknesses in internal control.

- v) In our opinion and according to the information and explanations given to us, there are no transactions made in pursuance of contracts or arrangements entered in the register maintained under Section 301 of the Companies Act, 1956 exceeding the value of Rupees five lakhs in respect of any party during the year.

- vi) The Company has not accepted any deposits from the public within the meaning of section 58A and 58AA of the Act and the rules made there under.

- vii) The company does not have an internal audit system commensurate with its size and the nature of its business.

- viii) We have broadly reviewed the books of account maintained by the company pursuant to the order made by the Central Government for the maintenance of cost records under section 209(1)(d) of the Companies Act, 1956 and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained. We have not however, made a detailed examination of these records.

- ix) A) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Customs Duty, Cess and other material statutory dues applicable to it. Statutory dues in respect of excise duty, Wealth Tax and investor education and protection fund are not applicable to the company

According to the records examined by us and information and explanations given to us, no undisputed dues payable in respect of income tax, wealth tax, sales tax, service tax, customs duty, excise duty, investor education and protection fund and cess were in arrears, as at March 31, 2012 for more than six months from the date they became payable.

- B) There are no dues of Sales Tax, Service Tax, Income Tax, Customs Duty, Wealth Tax, Excise Duty and Cess, which have not been deposited on account of any dispute.
- x) The Company has accumulated losses as on March 31, 2012, which has eroded the networth of the company. The Company has not incurred any cash loss during the financial year ended on that date or in the immediately preceding financial year.
- xi) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
- 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) The company is not a chit fund or a Nidhi/Mutual benefit fund/society.
- xiv) In our opinion, the company is not dealing in or trading in shares, securities, debentures and other investments.
- xv) In our opinion, in respect of the guarantee given by the company for the loans taken by others from a bank, the terms and conditions thereof are not, prima facie, prejudicial to the interest of the company.
- xvi) On the basis of review of utilization of funds pertaining to term loans on overall basis and related information as made available to us, the term loans taken by the Company have been utilized for the purposes for which they are obtained.
- xvii) On the basis of review of utilization of funds, which is based on overall examination of the balance sheet of the company, related information as made available to us and as represented to us by the management, funds raised on short-term basis have not been used for long-term investments.
- xviii) The Company has not made any preferential allotment of shares during the year.
- xix) The Company has not issued any debentures during the year.
- xx) The Company has not raised any money by way of public issue during the financial year.
- xxi) As represented to us by the management and based on our examination of the books and records of the company in accordance with the generally accepted auditing practices in India, we have neither come across any material fraud on or by the Company noticed or reported during the year nor we have been informed of any such case by the management that causes the financial statements to be materially misstated.

For **PKF Sridhar & Santhanam**
Chartered Accountants
Firm Registration No 003990S

V. Kothandaraman
Partner
Membership No.: 25973

Place : Mumbai
Date : April 20, 2012

Goa Energy Private Limited

Balance Sheet

as at March 31, 2012

Particulars	Note	₹	
		March 31, 2012	March 31, 2011
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	2	100,000	100,000
Reserves and surplus	3	(81,886,204)	(50,844,429)
		(81,786,204)	(50,744,429)
Share Application Money Pending Allotment	4	330,000,000	330,000,000
Non-current liabilities			
Long-term borrowings	5	462,000,000	498,235,292
Deferred tax liabilities (Net)	6	49,826,667	-
Long-term provisions	7	1,147,357	2,228,837
		512,974,024	500,464,129
Current liabilities			
Short-term borrowings	8	33,736,481	19,971,687
Trade payables	9	86,052,696	106,211,650
Other current liabilities	10	1,276,272	9,362,080
Short-term provisions	11	513,228	2,014,064
		121,578,677	137,559,481
Total		882,766,497	917,279,181
ASSETS			
Non-current assets			
Fixed assets	12		
Tangible assets		803,291,112	857,396,669
Intangible assets		-	824,470
		803,291,112	858,221,139
Current assets			
Inventories	13	878,971	1,288,240
Trade receivables	14	26,372,992	29,736,804
Cash and cash equivalents	15	52,191,460	23,337,769
Short-term loans and advances	16	23,624	4,678,891
Other current assets	17	8,338	16,338
		79,475,385	59,058,042
Total		882,766,497	917,279,181
Summary of significant accounting policies	1(b)		

The accompanying Notes are an integral part of the Financial Statements

As per our report of even date

For **PKF Sridhar & Santhanam**Firm Registration No. 003990S
Chartered AccountantsPartner: **V Kothandaraman**
Membership No. : 25973Place: Mumbai
Date: April 20, 2012

For and on behalf of the Board of Directors

Amit Pradhan
Director**S. L. Bajaj**
DirectorPlace: Panaji - Goa
Date: April 20, 2012

Statement of Profit and Loss

for the year ended March 31, 2012

Particulars	Note	₹	
		March 31, 2012	March 31, 2011
REVENUE			
Revenue from operations	18	280,096,214	280,479,890
Other income	19	2,899,990	5,600,411
Total Revenue		282,996,204	286,080,301
EXPENSES			
Manufacturing and Operating Costs	20	62,682,602	85,224,651
Employee Benefits Expense	21	15,871,886	19,184,611
Finance Costs	22	113,765,311	109,595,094
Depreciation and Amortization expense	12	54,477,154	54,473,649
Other Expenses	23	12,480,403	6,641,626
Total Expenses		259,277,356	275,119,631
Profit Before Tax		23,718,848	10,960,670
Less: Tax Expense			
Current Tax (Minimum Alternative Tax)		4,933,956	2,184,517
Deferred Tax		49,826,667	-
Profit (Loss) for the period		(31,041,775)	8,776,153
Earnings per equity share:			
Basic		(3,104)	878
Diluted		(3,104)	878
Summary of significant accounting policies	1(b)		

The accompanying Notes are an integral part of the Financial Statements

As per our report of even date

For **PKF Sridhar & Santhanam**

Firm Registration No. 003990S

Chartered Accountants

Partner: **V Kothandaraman**

Membership No. : 25973

Place: Mumbai

Date: April 20, 2012

For and on behalf of the Board of Directors

Amit Pradhan

Director

S. L. Bajaj

Director

Place: Panaji - Goa

Date: April 20, 2012

Goa Energy Private Limited

Cash Flow Statement

for the year ended March 31, 2012

Particulars	Year ended March 31, 2012	Year ended March 31, 2011
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Net profit before tax	23,718,848	10,960,670
Adjustments for:		
Depreciation & Impairment of Assets	54,930,028	54,473,649
Interest	113,765,311	109,595,094
Operating profit before working capital changes	192,414,187	175,029,413
Adjustments for:		
Trade and other receivables	8,027,079	3,533,792
Inventories	409,269	(80,273)
Trade payables	(30,827,078)	2,554,177
Cash generated from operations	170,023,457	181,037,109
Taxes paid	(4,933,956)	(461,719)
NET CASH FROM OPERATING ACTIVITIES	165,089,501	180,575,390
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of fixed assets	-	(111,736)
NET CASH USED IN INVESTING ACTIVITIES	-	(111,736)
C. CASH FLOW FROM FINANCING ACTIVITIES :		
Repayment of loan	(518,206,979)	(70,616,549)
Inter Corporate Deposits/Loans	495,736,481	-
Interest paid	(113,765,311)	(109,595,094)
NET CASH USED IN FINANCING ACTIVITIES	(136,235,809)	(180,211,643)
NET INCREASE /(DECREASE) IN CASH AND CASH EQUIVALENTS	28,853,692	252,011
Cash and cash equivalents - opening balance	23,337,769	23,085,758
Cash and cash equivalents - closing balance	52,191,461	23,337,769

As per our report of even date

For **PKF Sridhar & Santhanam**

Firm Registration No. 003990S

Chartered Accountants

Partner: **V Kothandaraman**

Membership No. : 25973

Place: Mumbai

Date: April 20, 2012

For and on behalf of the Board of Directors

Amit Pradhan

Director

S. L. Bajaj

Director

Place: Panaji - Goa

Date: April 20, 2012

Notes to financial statements

for the year ended on March 31, 2012

1 (A) CORPORATE INFORMATION

Goa Energy Private Limited (The Company) is a private company domiciled in India and incorporated under the provisions of the Companies Act 1956. The Company is engaged in the manufacture of power using "Coke Oven Flue Gases" & "Blast Furnace Gases" and sells it to Goa Electricity Department, Power Trading Corporation and Sesa Goa Limited. During the year, Sesa Goa Limited acquired the 100% equity stake in the company w.e.f March 2, 2012 and has become the holding company of the Company.

1 (B) SIGNIFICANT ACCOUNTING POLICIES

i. Basis of Accounting

The financial statements have been prepared on accrual basis under the historical cost convention to comply in all material respects with the generally accepted accounting principles in India, Accounting Standards notified under Section 211(3C) of the Companies Act, 1956 and the relevant provisions thereof.

ii. Change in presentation & disclosure of financial statement

During the year ended March 31, 2012 the revised Schedule VI notified under the Companies Act 1956, has become applicable to the company, for preparation and presentation of its financial statements. The adoption of revised Schedule VI does not impact recognition and measurement principles followed for preparation of financial statements. However, it has significant impact on presentation and disclosures made in the financial statement. The company has also reclassified the previous year figures in accordance with the requirements applicable in the current year

iii. Use of Estimates

The presentation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities (including contingent liabilities) on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and the estimates are recognized in the period in which the results are known /materialized.

iv. Revenue Recognition

Revenue is recognized on transfer of significant risks and rewards in respect of ownership. Revenue from power supply is accounted on the basis of billing to customers and includes unbilled revenue accrued up to the end of the financial year.

Interest: Revenue is recognized on a time proportionate basis taking into account the amount outstanding and the rate applicable.

v. Employee Benefits

Short Term Employee Benefits

Short term employee benefits are recognized in the period during which the services have been rendered.

Long Term Employee Benefits

a. Provident Fund and Employees' State Insurance Schemes

All employees of the Company are entitled to receive benefits under the Provident Fund, which is a "Defined Contribution Plan". Both the employees and the employer make monthly contributions to the plan at a predetermined rate (presently 12%) of the employees' basic salary. These contributions are made to the fund administered and managed by the Government of India. In addition, some employees of the Company are covered under the employees' state insurance schemes, which are also "Defined Contribution Schemes" recognized and administered by the Government of India.

The Company's contributions to both these schemes are expensed. The Company has no further obligations under these plans beyond its monthly contributions.

Notes to financial statements (contd.)

for the year ended on March 31, 2012

b. Gratuity

The Company provides for gratuity obligations through a defined benefit retirement plan (the 'Gratuity Plan') covering all employees. The Gratuity Plan provides a lump sum payment to vested employees at retirement or termination of employment based on the respective employee salary and years of employment with the Company. The Company makes provision for the Gratuity Plan based on actuarial valuations in accordance with Accounting Standard 15 (revised), "Employee Benefits". The present value of obligation under gratuity is determined based on actuarial valuation using Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

c. Other long term benefits

Leave Encashment

The Company provides for the liability at period end on account of unavailed earned leave as per the actuarial valuation as per the Projected Unit Credit Method.

Actuarial gains and losses are recognized as and when it arises.

vi. Inventories

Inventories of stores and spare parts and loose tools are valued at lower of cost (First in First Out) or net realizable value.

Net realizable value is the estimated selling price in the ordinary course of business less estimated costs necessary to make the sale.

vii. Foreign Currency Transactions

Transactions in foreign currency are recorded at exchange rates prevailing on the date of the transaction. All monetary assets and liabilities denominated in foreign currency are restated at the year-end exchange rate. All non-monetary assets and liabilities are stated at the rates prevailing on the date of the transaction. Exchange difference arising on restatement or settlement is charged to the Statement of Profit and Loss.

viii. Fixed Assets

Fixed Assets stated at cost of acquisition less accumulated depreciation and impairment loss, if any. Cost includes taxes, duties (net of Modvat/Cenvat availed, if any), freight and borrowing cost up to the date of commissioning for operations and other incidental expenses incurred for bringing the assets to the working condition required for their intended use.

ix. Borrowing Costs

Borrowing costs attributable to the acquisition or construction of assets requiring a substantial period of time are capitalized. All other borrowing costs including exchange differences on foreign currency loans to the extent regarded as an adjustment to the interest costs are charged to Statement of Profit and Loss and included under "Finance costs".

x. Depreciation and Amortisation

Depreciation on fixed assets is provided on straight line method in accordance with the rates specified in Schedule XIV of the Companies Act, 1956, on a pro - rata basis. The rates specified in Schedule XIV of the Act are representative of useful lives of fixed assets.

In respect of Leasehold Land, depreciation is provided over the balance period of lease. Assets individually costing less than ₹ 5,000 are fully depreciated in the year of purchase.

Notes to financial statements (contd.)

for the year ended on March 31, 2012

xi. Impairment of Assets

The carrying amounts of fixed assets are reviewed for impairment, if events or changes in circumstances indicate that the carrying value of an asset may not be recoverable at each balance sheet date. If there are indicators of impairment, an assessment is made to determine whether the asset's carrying value exceeds its recoverable amount. Whenever the carrying value of an asset exceeds recoverable amount, impairment is charged to the Statement of Profit and Loss.

xii. Provisions, Contingent Liabilities and Contingent Assets

A provision is recognized when the Company has a present obligation as a result of a past event and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on best estimate required to settle the obligation at the balance sheet date. A contingent liability is disclosed unless the possibility of an outflow of resources embodying economic benefits is remote. A contingent asset is neither recognized nor disclosed.

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources would be required to settle the obligation, the provision is reversed.

Contingent assets are not recognized in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognized in the period in which the change occurs.

xiii. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding (including shares applied but allotment yet to be made) during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares, if any.

xiv. Taxes on Income

The Company's income taxes include taxes on the Company's taxable profits, adjustment attributable to earlier periods and changes in deferred taxes. Valuation of all tax liabilities/receivables are carried at current amounts and in accordance with the enacted tax laws and in the case of deferred taxes, at rates that have been substantially enacted.

Deferred tax is calculated to correspond to the tax effect arising when final tax is determined. Deferred tax corresponds to the net effect of tax on all timing differences which occur as a result of items being allowed for income tax purposes during a period different from when they were recognized in the financial statements.

Deferred tax assets, when there is unabsorbed depreciation/brought forward loss are recognized to the extent there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Other deferred tax assets are recognized and carried forward to the extent there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Notes to financial statements (contd.)

for the year ended on March 31, 2012

2. SHARE CAPITAL

Particulars	₹	
	March 31, 2012	March 31, 2011
Authorised Share Capital		
10,000 (Previous year 10,000) Equity Shares of ₹ 10/- each	100,000	100,000
3,50,00,000 (Previous year 3,50,00,000) Redeemable Preference Shares of ₹ 10/- each	350,000,000	350,000,000
Issued, subscribed and fully paid-up shares		
10,000 (Previous year 10,000) Equity Shares of ₹ 10/- each	100,000	100,000
Total	100,000	100,000

a. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Particulars	March 31, 2012		March 31, 2011	
	Number of Shares	₹	Number of Shares	₹
Equity Shares of ₹ 10 each fully paid				
At the beginning of the period	10,000	100,000	10,000	100,000
Issued during the period	-	-	-	-
Bought back and cancelled during the period	-	-	-	-
Shares outstanding at the end of the period	10,000	100,000	10,000	100,000

b. Shares held by holding/ultimate holding company and/or their subsidiaries/associates

Name of Shareholder	March 31, 2012		March 31, 2011	
	Number of Shares	₹	Number of Shares	₹
Equity Shares of ₹ 10 each fully paid				
Sesa Goa Limited	10,000	100,000	-	-
Videocon Industries Limited	-	-	2,600	26,000
Videocon Energy Holdings Limited	-	-	1,900	19,000
Videocon Realty & Infrastructures Limited	-	-	1,900	19,000
Force Appliances Private limited	-	-	1,800	18,000
Shree Dhoot Trading & Agencies Limited	-	-	1,800	18,000
	10,000	100,000	10,000	100,000

c. Details of Shareholders holding more than 5% shares in the company

Name of Shareholder	March 31, 2012		March 31, 2011	
	Number of Shares held	% of holding	Number of Shares held	% of holding
Equity Shares of ₹ 10/-				
Sesa Goa Limited	10,000	100	-	-
Videocon Industries Limited	-	-	2,600	26
Videocon Energy Holdings Limited	-	-	1,900	19
Videocon Realty & Infrastructures Limited	-	-	1,900	19
Force Appliances Private limited	-	-	1,800	18
Shree Dhoot Trading & Agencies Limited	-	-	1,800	18

Notes to financial statements (contd.)

for the year ended on March 31, 2012

3. RESERVES & SURPLUS

Particulars	March 31, 2012	March 31, 2011
Surplus/(deficit) in the statement of profit and loss		
Balance as per last financial statements	(50,844,429)	(59,620,583)
Add: Profit for the year	(31,041,775)	8,776,154
Closing Balance	(81,886,204)	(50,844,429)
Total	(81,886,204)	(50,844,429)

4. SHARE APPLICATION MONEY PENDING ALLOTTMENT

Particulars	March 31, 2012	March 31, 2011
Share Application Money Pending Allotment (On March 1, 2012, the share application money was received from M/s Sesa Goa Limited who became the holding company w.e.f. March 2, 2012, previously the share application money pending allotment was from M/s Videocon Industries Ltd., which has been repaid.)	330,000,000	330,000,000
Total	330,000,000	330,000,000

5. LONG TERM BORROWINGS

Particulars	March 31, 2012	March 31, 2011
SECURED LOANS		
Term Loan from Financial Institution (Secured by existing and future assets, both moveable and immoveable, of the Company other than stock of raw materials, semi-finished goods, finished goods, consumable stores and book debts. The term loan is further secured by pledge of shares of the Company in favour of the lenders by the shareholders as well as first pari passu charge by hypothecation of stock of raw materials, semi-finished and finished goods, consumable stores and book debts.)	-	498,235,292
UNSECURED LOANS		
Loan from Fellow subsidiary (The loan is for a period of 18 months which can be renewed on mutual consent from both the parties. The interest on the loan is 10% P.A.)	462,000,000	-
Total	462,000,000	498,235,292

6. DEFERRED TAX LIABILITIES (NET)

Particulars	March 31, 2012	March 31, 2011
Deferred Tax Liabilities:		
on temporary timing differences		
- in respect of depreciation allowance	49,826,667	-
	49,826,667	-
Deferred Tax Liability (Net)	49,826,667	-

Notes to financial statements (contd.)

for the year ended on March 31, 2012

7. LONG TERM PROVISIONS			₹
Particulars	March 31, 2012	March 31, 2011	
Provision for employee benefits			
Gratuity	617,001	1,280,960	
Leave Encashment	530,356	947,877	
Total	1,147,357	2,228,837	

8. SHORT TERM BORROWINGS			₹
Particulars	March 31, 2012	March 31, 2011	
Financial Institutions			
Secured			
Working Capital Loan (Secured by first pari passu charge by hypothecation of stock of raw materials, semi-finished and finished goods, consumable stores, book debts, Second charge on movable properties and second mortgage & charge on immovable properties.)	-	19,971,687	
Loans And Advances			
Unsecured			
Advance from Holding Company (The advance is repayable on demand and does not carry any interest)	33,736,481	-	
Total	33,736,481	19,971,687	

9. TRADE PAYABLES			₹
Particulars	March 31, 2012	March 31, 2011	
Trade Payables			
Due to micro and small enterprises	-	-	
Due to Others	86,052,696	106,211,650	
Total	86,052,696	106,211,650	

10. OTHER CURRENT LIABILITIES			₹
Particulars	March 31, 2012	March 31, 2011	
Interest accrued but not due on borrowings	662,460	2,570,107	
Statutory Liabilities	613,812	6,791,973	
Total	1,276,272	9,362,080	

11. SHORT TERM PROVISIONS			₹
Particulars	March 31, 2012	March 31, 2011	
Provision for Employee Benefits			
Leave Encashment	51,725	-	
Provision for Income Tax (net of advance)	461,503	2,014,064	
Total	513,228	2,014,064	

Notes to financial statements (contd.)

for the year ended on March 31, 2012

12. FIXED ASSETS

	Gross Block			Accumulated Depreciation			Net Block	
	Balance as at April 1, 2011	Additions / adjustments	Deductions / adjustments	Balance as at April 1, 2011	Depreciation charge	Impairment	Balance as at March 31, 2012	Balance as at Mar 31, 2011
Tangible Assets								
Land and Land Development	4,605,834	-	-	-	-	-	4,605,834	4,605,834
Leasehold Land	3,897,724	-	-	1,172,540	214,978	-	1,387,518	2,725,184
Plant Building	92,352,398	-	-	11,701,755	3,084,570	-	14,786,325	80,650,643
Plant Building - Borewell	421,834	-	-	26,055	6,876	-	32,931	395,779
Plant & Machinery	955,199,885	-	-	188,768,336	50,434,554	-	239,202,890	715,996,995
Computers	821,391	-	-	562,872	133,147	-	696,019	258,519
Office Equipments	1,092,692	-	-	256,215	51,903	-	308,118	836,477
Furniture & Fixture	895,815	-	-	282,967	56,705	-	339,672	612,848
Vehicles	1,292,893	-	-	413,056	122,825	-	535,881	879,837
Temporary Site Office at Goa	163,329	-	-	163,329	-	-	163,329	-
Total	1,060,743,795	-	-	203,347,127	54,105,558	-	257,452,684	857,396,669
Previous Year	1,057,656,313	3,087,482	-	149,245,075	54,102,052	-	203,347,127	908,411,238
Intangible Assets								
Computer software	1,857,981	-	-	1,033,511	371,596	452,874	1,857,981	824,470
Total	1,857,981	-	-	1,033,511	371,596	452,874	1,857,981	824,470
Previous Year	1,857,981	-	-	661,914	371,597	-	1,033,511	1,196,067
Total							803,291,112	858,221,139

Notes to financial statements (contd.)

for the year ended on March 31, 2012

13. INVENTORIES			₹
Particulars	March 31, 2012	March 31, 2011	
Stock of Consumables (at lower of cost (FIFO) and net realisable value)	878,971	1,288,240	
Total	878,971	1,288,240	
14. TRADE RECEIVABLES			₹
Particulars	March 31, 2012	March 31, 2011	
Trade receivables outstanding for a period less than six months from the date they are due for payment Unsecured and considered good	26,372,992	29,736,804	
Total	26,372,992	29,736,804	
15. CASH AND CASH EQUIVALENTS			₹
Particulars	March 31, 2012	March 31, 2011	
Cash and Cash Equivalents Balances with banks In current account Cash on hand	52,183,221 8,239	23,263,634 74,135	
Total	52,191,460	23,337,769	
16. SHORT TERM LOANS AND ADVANCES			₹
Particulars	March 31, 2012	March 31, 2011	
Unsecured and considered good Prepaid expenses Loans and advances to employees	23,624 - -	1,952,385 2,654,346 72,160	
Total	23,624	4,678,891	
17. OTHER CURRENT ASSETS			₹
Particulars	March 31, 2012	March 31, 2011	
Short term other deposits	8,338	16,338	
Total	8,338	16,338	
18. REVENUE FROM OPERATIONS			₹
Particulars	March 31, 2012	March 31, 2011	
Sale of products Sale of Power Conversion charges	278,896,214 1,200,000	279,279,890 1,200,000	
Total	280,096,214	280,479,890	
19. OTHER INCOME			₹
Particulars	March 31, 2012	March 31, 2011	
Other non-operational income Interest on Debtors	1,933,822 966,168	5,302,345 298,066	
Total	2,899,990	5,600,411	

Notes to financial statements (contd.)

for the year ended on March 31, 2012

20. MANUFACTURING AND OPERATING COSTS		₹
Particulars	March 31, 2012	March 31, 2011
Fuel Expenses	48,439,372	73,422,790
Consumption of stores and spare parts	4,600,483	4,435,892
Machinery Repairs	1,624,439	1,457,728
Building Repairs	2,850	33,068
Payment to contractors for services	378,638	687,751
Insurance	6,510,470	4,295,398
Electricity and water charges	1,126,350	892,024
Total	62,682,602	85,224,651

21. EMPLOYEE BENEFITS EXPENSE		₹
Particulars	March 31, 2012	March 31, 2011
Salaries and incentives	13,615,975	16,649,170
Contributions to provident and other funds	696,010	994,477
Staff welfare expenses	1,559,901	1,540,964
Total	15,871,886	19,184,611

22. FINANCE COST		₹
Particulars	March 31, 2012	March 31, 2011
Interest Expense		
On Borrowings from Banks	3,186,705	959,515
On Term Loan	54,861,475	61,015,225
On Others	54,841,728	46,193,212
Bank charges	131,829	232,962
Rebate on sale of electricity	743,574	1,194,180
Total	113,765,311	109,595,094

23. OTHER EXPENSES		₹
Particulars	March 31, 2012	March 31, 2011
Administration Expenses		
Maintenance of offices and equipment	2,605,883	2,437,184
Printing and stationery	119,121	155,571
Postage, telephone, cables and telex Charges	195,875	221,731
Payment to Statutory Auditors		
i. As Auditors (including service tax)	112,360	5,515
ii. As Tax Auditors (including service tax)	-	5,515
Travelling and Representation Expenses	191,337	378,133
Professional and legal charges	8,203,501	2,506,524
Maintenance of vehicles	599,452	931,453
Impairment Loss on Intangible Assets	452,874	-
Total	12,480,403	6,641,626

Notes to financial statements (contd.)

for the year ended on March 31, 2012

24. EMPLOYEES BENEFITS:

Disclosure:

(a) Defined Contribution Plans:

Contribution to the Defined Contribution Plan recognized as an expense and shown under the head "Employee Benefit Expenses" in the Profit and Loss account for the period are as under:

	March 31, 2012	March 31, 2011
Employers' contribution to Provident Fund	696,010	994,477
Employers' contribution to Employees State Insurance	2,06,100	153,449

(b) Defined Benefit Plans:

The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

Actuarial Assumptions for Leave Encashment

Particulars	Leave Encashment	
	March 31, 2012	March 31, 2011
Discount rate (per annum)	8%	8%
Rate of increase in Compensation Levels	7.5%	5%
Rate of Return on Plan Assets	-	-
Average remaining working life of employees (Years)	27	27

Actuarial Assumptions for Gratuity

Particulars	Gratuity	
	March 31, 2012	March 31, 2011
Discount rate (per annum)	8%	8%
Rate of increase in Compensation Levels	5%	5%
Rate of Return on Plan Assets	-	-
Average remaining working life of employees (Years)	27	27

Table showing changes in present value of obligations:

Particulars	Gratuity	
	March 31, 2012	March 31, 2011
Present value of obligation as at the beginning of the year	1,280,960	440,814
Interest Cost	Nil	35,265
Current Service Cost	136,113	273,415
Benefits Paid	969,231	Nil
Actuarial Adjustment	Nil	Nil
Actuarial (gain)/ loss on obligations	169,159	531,466
Present value of obligation as at the end of the year	617,001	1,280,960

Table showing changes in the fair value of plan assets:

Particulars	Gratuity	
	March 31, 2012	March 31, 2011
Fair Value of Plan Assets at beginning of the year	Nil	Nil
Acquisition adjustments	Nil	Nil
Expected return of plan assets	Nil	Nil
Employer Contribution	Nil	Nil
Benefits paid	Nil	Nil
Actuarial (gain)/ loss on obligations	Nil	Nil
Fair Value of Plan Assets at year end	Nil	Nil

Notes to financial statements (contd.)

for the year ended on March 31, 2012

Actuarial Gain / Loss recognized

Particulars	Gratuity	
	March 31, 2012	March 31, 2011
Actuarial Gain / (Loss) for the year – obligations	(169,159)	(531,466)
Actuarial Gain / (Loss) for the year – Plan Assets	Nil	Nil
Total Gain / (Loss) for the year	(169,159)	(531,466)
Actuarial Gain / (Loss) recognized during the year	(169,159)	(531,466)

Amounts to be recognized in Balance Sheet:

Particulars	Gratuity	
	March 31, 2012	March 31, 2011
Present Value of obligations at the end of the year	617,001	1,280,960
Fair Value of Plan Assets at the end of the year	Nil	Nil
Un - Funded Liability	617,001	1,280,960
Unrecognized Actuarial (Gain) / Loss	Nil	Nil
Net Asset / (Liability) recognized in Balance Sheet	(617,001)	(1,280,960)

Expenses recognized in statement of Personnel Expenses:

Particulars	Gratuity	
	March 31, 2012	March 31, 2011
Current Service Cost	136,113	273,415
Past Service Cost	Nil	Nil
Interest Cost	Nil	35,265
Expected Return on Plan Assets	Nil	Nil
Curtailment and settlement cost / (credit)	Nil	Nil
Net Actuarial (Gain) / Loss recognized in the year	169,159	531,466
(Income) / Expenses recognized in the statement of Personnel Expenses	305,272	840,146

The above information is certified by Actuary. Data for Experience Adjustment and estimate for next year has not been received from actuary.

25. EARNINGS PER SHARE:

₹

Particulars	March 31, 2012	March 31, 2011
Net Profit / (Loss) attributable to Equity Shareholders	(3,10,41,775)	8,776,153
Weighted average number of Equity Shares outstanding during the year	10,000	10,000
Nominal Value of Equity Share	10.00	10.00
Basic and Diluted Earnings Per Share	(3,104)	878

26. In the opinion of the board the value on realization of current assets, loans and advances in the ordinary course of the business would not be less than the amount at which they are stated in the balance sheet and the provision for all known and determined liabilities is adequate and not in excess of the amount reasonably required.

27. REMUNERATION TO AUDITORS:

₹

Particulars	March 31, 2012	March 31, 2011
- Audit Fees (including service tax)	1,12,360	5,515
- Tax Audit Fees (including service tax)	-	5,515

Notes to financial statements (contd.)

for the year ended on March 31, 2012

28. REMUNERATION TO DIRECTORS

₹

Particulars	March 31, 2012	March 31, 2011
Remuneration to Directors including Managing Director	21,13,281	4,193,450

29. Disclosure required under Micro, Small and Medium Enterprises Development Act, 2006 (the Act) are given as follows:

₹

	March 31, 2012	March 31, 2011
a) Principal amount due	Nil	Nil
b) Interest due on above	Nil	Nil
c) Interest paid during the period beyond the appointed day	Nil	Nil
d) Amount of interest due and payable for the period of delay in making payment without adding the interest specified under the Act.	Nil	Nil
e) Amount of interest accrued and remaining unpaid at the end of the period	Nil	Nil
f) Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to small enterprises for the purpose of disallowance as a deductible expenditure under Sec.23 of the Act	Nil	Nil

Note: The above information regarding Micro, Small and Medium Enterprises has been determined on the basis of information available with the Company.

30. C.I.F. VALUE OF IMPORTS

Additional information pursuant to the provisions of part II of Schedule VI to the Companies Act, 1956 (to the extent applicable):

₹

	March 31, 2012	March 31, 2011
(i) Components and Spare Parts	Nil	184,561
(ii) Fuel Coal	Nil	Nil
(iii) Other Material	Nil	Nil
(iv) Capital Goods	Nil	Nil
Expenditure in Foreign Currency	Nil	Nil

31. VALUE OF COMPONENTS, STORES AND SPARES CONSUMED

₹

	March 31, 2012		March 31, 2011	
	Percentage	Value (₹)	Percentage	Value (₹)
Stores and Spares Imported	0%	-	4%	184,561
Indigenously obtained	100%	46,00,483	96%	42,51,331
	100%	46,00,483	100%	44,35,892

32. During the year company has not entered into any contract for foreign exchange hedging. There is no open exposure as on March 31, 2012.:

Notes to financial statements (contd.)

for the year ended on March 31, 2012

33. SEGMENT INFORMATION

The Company is primarily engaged in the business of Power Generation and sells power within India. Thus the company has only one business segment and is considered operating in a single geographical segment. There is no other reportable segment as defined in Accounting Standard 17 "Segment Reporting" as prescribed by Companies (Accounting Standards) Rules, 2006.

34. RELATED PARTY DISCLOSURES

As required under Accounting Standard 18 on "Related Party Disclosure", the disclosure of transaction with related parties as defined in the Accounting Standard are given below:

a) List of Related Parties:

i) Key Management Personnel:

Mr. V. K. Ahluwalia – Chief Executive Officer (resigned on 30th April 2011)

ii) Holding Company

Sesa Goa Limited

iii) Fellow Subsidiary Company

Sesa Resources Limited

b) Transactions / outstanding balances with Related Parties:

The Company has entered into transactions with certain related parties as listed below. The Board considers such transactions to be in normal course of business:

Nature of Transaction	₹		
	Key Management Personnel	Holding Company	Fellow Subsidiary Company
Remuneration (From 1st April 11 to 30th April 2011)	21,13,281		
Sale of Power (From 2nd Mar 12 to 31st Mar 12)		40,61,002	
Purchase of Gases (From 2nd Mar 12 to 31st Mar 12)		39,72,951	
Inter Corporate Advance		3,37,36,481	
Term Loan & Interest			46,26,62,460

As per our report of even date

For **PKF Sridhar & Santhanam**

Firm Registration No. 003990S

Chartered Accountants

Partner: **V Kothandaraman**

Membership No. : 25973

Place: Mumbai

Date: April 20, 2012

For and on behalf of the Board of Directors

Amit Pradhan

Director

S. L. Bajaj

Director

Place: Panaji - Goa

Date: April 20, 2012