



B. K. Ramadhyani & Co LLP

Chartered Accountants

REF.BKR:2017-18/ 026

Auditors' Certificate

We, B K Ramadhyani & Co LLP., Statutory auditors of TD Power Systems Limited, Bangalore, have reviewed the unaudited annual accounts of its wholly owned subsidiary TD Power Systems Europe GmbH for the period ended March 31, 2017.

The unaudited annual accounts for the year ended March 31, 2017 of the wholly owned subsidiary TD Power Systems Europe GmbH, have been originally prepared under the German Generally Accepted Accounting Practices (German GAAP) and have been translated into financial statements under Indian Generally Accepted Accounting Practices (Indian GAAP). The Management is responsible for the preparation of the said unaudited annual accounts both under the German GAAP and its translation into Indian GAAP.

Our responsibility is to express an opinion on these unaudited annual accounts based on our audit.

In our opinion and to the best of our knowledge and according to the information and explanations given to us, the said unaudited annual accounts for the year ended March 31, 2017 reflect a true and fair view of the affairs of TD Power Systems Europe GmbH.

This certificate has been issued specifically to enable the company TD Power Systems Limited to file the Annual Performance Report (APR) in respect of its wholly owned subsidiary TD Power Systems Europe GmbH, in terms of the current FEMA ODI Regulations.

For B. K. Ramadhyani & Co LLP.,
Chartered Accountants
FRN No.002878S/S200021


R Satyanarayana Murthi
Partner
Membership No. 024248
Place: Bangalore
Date: June 5, 2017

B.K RAMADHYANI & CO. LLP
CHARTERED ACCOUNTANTS
Reg. No. 002878S / S200021
No. 68, #4 B, Chitrapur Bhavan,
8th Main, 15th Cross, Malleshwaram,
BANGALORE - 560 055.

Converted from Partnership firm "B K Ramadhyani & Co.," (FRN No. 002878S) with effect from April 1, 2015
LLP Identification No. AAD-7041

4B, Chitrapur Bhavan, No.68, 8th Main, 15th Cross, Malleshwaram, Bangalore - 560 055
Phone: +91 80 2346 4700 Tele Fax: +91 80 2334 8964 Web: www.ramadhyani.com

TD POWER SYSTEMS EUROPE GmbH
BALANCE SHEET AS AT MARCH 31, 2017

Particulars	Note No.	As at	As at
		31.03.2017	31.03.2016
		Euro	Euro
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share Capital	1	350,000.00	175,000.00
(b) Reserves and Surplus	2	(430,779.76)	(39,412.51)
		(80,779.76)	135,587.49
(2) Current Liabilities			
(a) Trade payables	3	15,513.44	4,311.09
(b) Other current liabilities	4	172,805.05	23,472.36
		188,318.49	27,783.45
TOTAL		107,538.73	163,370.94
II. ASSETS			
(1) Non - current assets			
(a) Property, Plant and Equipments			
(i) Tangible assets	5	16,524.00	-
(2) Current Assets			
(b) Trade receivables	6	10,817.28	-
(c) Cash and Bank Balance	7	52,750.41	150,588.42
(d) Short term loans and advances	8	27,447.04	12,782.52
		91,014.73	163,370.94
TOTAL		107,538.73	163,370.94

Summary of Accounting Policies, other explanatory information & Notes attached form an integral part of 1 - 15 the Balance Sheet

In Accordance with our Report attached

For and on behalf of Board of Directors

For B.K. RAMADHYANI & CO LLP,
Chartered Accountants
Firm Registration No. 002878S/S200021


Nikhil Kumar
Managing Director

R SATYANARAYANA MURTHI
Partner - M.No. 024248

Place : Bangalore
Date: 18th May 2017

B.K. RAMADHYANI & CO. LLP
CHARTERED ACCOUNTANTS
No. 68, # 4-B, Chitrapur Bhavan,
8th Main, 15th Cross, Malleswaram,
BANGALORE - 560 055.

N Srivatsa
Secretary 

TD POWER SYSTEMS EUROPE GmbH
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2017

Particulars	Note No.	Current Year Euro	Previous Year Euro
I. Revenue from Operations	11	222,898.22	-
Other Income	12	7,892.80	-
Total revenue		230,791.02	-
II Expenses			
Purchases for Project Business	13	185,213.22	-
Employee benefits expense	14	244,008.22	28,442.36
Depreciation and amortization expense	15	9,330.88	-
Other expenses	16	183,605.95	10,970.15
Total Expenses		622,158.27	39,412.51
III Profit/(Loss) before exceptional and extraordinary items and tax (I-II)		(391,367.25)	(39,412.51)
VI Exceptional Items			
VI Profit/(Loss) before extraordinary items and tax (V-VI)		(391,367.25)	(39,412.51)
VIII Extraordinary Items			
IV Profit before tax		(391,367.25)	(39,412.51)
V Tax expense:			
(1) Current tax			
(2) Deferred tax		-	-
VI Profit/(Loss) for the year from continuing operations (VI-VII)		(391,367.25)	(39,412.51)
XII Profit/(loss) from discontinuing operations			
XIII Tax expense of discontinuing operations			
XIV Profit/(loss) from discontinuing operations (after tax) (XII-XIII)		-	-
VII Profit/(Loss) for the period/Year (V - VI)		(391,367.25)	(39,412.51)
VIII Add : Prior Period Adjustment		-	-
IV Profit/(Loss) for the period		(391,367.25)	(39,412.51)
X Earning per equity share:			
(1) Basic			
(2) Diluted			
Summary of Accounting Policies, other explanatory information & Notes attached form an integral part of the 1 - 15 Statement of Profit & Loss			

In Accordance with our Report attached
For B.K. RAMADHYANI & CO LLP.
Chartered Accountants
Firm Registration No. 002878S/S200021

R SATYANARAYANA MURTHI
Partner - M.No. 024248

Place : Bangalore
Date: 18th May 2017

For and on behalf of Board of Directors

Nikhil Kumar
Director

N Srivatsa
Secretary

B.K. RAMADHYANI & CO. LLP
CHARTERED ACCOUNTANTS
Reg. No. 002878S / S200021
No. 69, # 4-B, Chitrapur Bhavan,
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BANGALORE - 560 055.

TD POWER SYSTEMS EUROPE GmbH
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2017

Particulars	Current Year In Euro	Previous Year - In Euro
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax and extraordinary items	(391,367.25)	(39,412.51)
Adjustments for:		
Depreciation	9,330.88	-
Operating profit before Working Capital Changes	(382,036.37)	(39,412.51)
Adjustments for		
Trade Receivables	(10,817.28)	-
Other Receivables	(14,664.52)	(12,782.52)
Trade Payables	11,202.35	4,311.09
Other Payables	149,332.69	23,472.36
Cash generated from Operations	(246,983.13)	(24,411.58)
Direct Taxes Paid	-	-
Net Cash Flow from Operating Activities	(246,983.13)	(24,411.58)
B Cash flow from Investing Activities		
Purchase of Property, plant and equipments	(25,854.88)	-
Net Cash used in investing activities	(25,854.88)	-
C Cash flow from financing activities		
Proceeds from issuance of Share Capital	175,000.00	175,000.00
Net Cash flow from financing activities	175,000.00	175,000.00
Net increase/decrease in cash and cash equivalents (A+B+C)	(97,838.01)	150,588.42
Cash and cash equivalents at the beginning	150,588.42	-
Cash and cash equivalents at close	52,750.41	150,588.42

NOTES : Cashflows are reported using the indirect method.

In Accordance with our Report attached

For and on behalf of Board of Directors

For B.K. RAMADHYANI & CO LLP,
Chartered Accountants
Firm Registration No. 0028785/S200021


Nikhil Kumar
Managing Director

R SATYANARAYANA MURTHI
Partner - M.No. 024248

N Srivatsa
Secretary

Place : Bangalore
Date: 18th May 2017

BK RAMADHYANI & CO. LLP
CHARTERED ACCOUNTANTS
No. 68, # 4-B, Chitrapur Bhaven,
8th Main, 15th Cross, Malleswaram,
BANGALORE - 560 055.



TD POWER SYSTEMS EUROPE GmbH
NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2017

1 SHARE CAPITAL

Particulars	As at 31.03.2017		As at 31.03.2016	
	Number	INR	Number	INR
Authorized:				
Equity shares of Euro 1 each upto INR	8,000	50,000,000	8,000	80,000,000
	8,000	50,000,000	8,000	80,000,000
Issued, subscribed and fully paid up:				
<i>Equity shares of Euro 1 each</i>	<i>Number</i>	<i>Euros</i>	<i>Number</i>	<i>Euros</i>
At the beginning of the year	175,000	175,000	-	-
Issued during the year	175,000	175,000	175,000	175,000
At the close of the year		350,000		175,000

Note : The Board of Directors have approved investment upto Rs. 500 Lakhs in the share capital of the subsidiary in their meeting held on 03rd February 2016.



TD POWER SYSTEMS EUROPE GmbH
NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2017

Note No.	Particulars	As at	As at
		31.03.2017	31.03.2016
		Euro	Euro
2	RESERVES AND SURPLUS:		
	Surplus i.e. balance in Statement of Profit & Loss		
	As at the beginning of the period / year	(39,412.51)	-
	Add:		
	Transferred from Statement of Profit and Loss	(391,367.25)	(39,412.51)
	As at the end of the period / year	(430,779.76)	(39,412.51)
3	TRADE PAYABLES:		
	a) To Micro, Small and Medium Enterprises	-	-
	b) Others	15,513.44	4,311.09
		15,513.44	4,311.09
4	OTHER CURRENT LIABILITIES:		
	a) Outstanding Liabilities	35,589.05	23,472.36
	b) Trade advance received from customers	137,216.00	-
		172,805.05	23,472.36



TD POWER SYSTEMS EUROPE GmbH
 NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2017

Note 5 : PROPERTY, PLANT AND EQUIPMENTS

Particulars	GROSS BLOCK (AT COST)				DEPRECIATION			NET BLOCK	
	As at 01.04.2016	Additions for the year	Deductions during the year	As at 31.03.2017	As at 01.04.2016	For the year	Deductions	As at 31.03.2017	As at 31.03.2016
Tangible Assets									
Own assets	-				-				
Office Equipments	-	3,301.18	-	3,301.18	-	935.76	-	2,365.42	-
Furniture & Fixtures	-	11,792.78	-	11,792.78	-	5,507.78	-	6,285.00	-
Computers	-	3,743.05	-	3,743.05	-	1,316.47	-	2,426.58	-
Communication Equipments	-	7,017.87	-	7,017.87	-	1,570.87	-	5,447.00	-
TOTAL	-	25,854.88	-	25,854.88	-	9,330.88	-	16,524.00	-
Previous Year	-	-	-	-	-	-	-	-	-



TD POWER SYSTEMS EUROPE GmbH
NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2017

Note No.	Particulars	As at	As at
		31.03.2017	31.03.2016
		Euro	Euro
6	TRADE RECEIVABLES:		
	Trade receivables exceeding six months	-	-
	others	10,817.28	-
		10,817.28	-
	Less: Allowance for bad and doubtful debts	-	-
		10,817.28	-
	Additional information:		
	Breakup of above:		
	a) Secured, considered good	-	-
	b) Unsecured, considered good	10,817.28	-
	c) Doubtful	-	-
		10,817.28	-
	Less: Provision for doubtful debts	-	-
	Total	10,817.28	-
7	CASH AND BANK BALANCES:		
	Cash and cash equivalents:		
	Balances with banks	52,750.41	150,588.42
		52,750.41	150,588.42
8	SHORT TERM LOANS AND ADVANCES:		
	Rent Deposit	6,454.20	8,404.41
	Others	20,992.84	4,378.11
		27,447.04	12,782.52
	Less: Provision for doubtful advances	-	-
		27,447.04	12,782.52



TD POWER SYSTEMS EUROPE GmbH
NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2017

Particulars	Current Year Euro	Previous Year Euro
9 REVENUE FROM OPERATIONS:		
Sale of Goods		
- AC Generators	222,898.22	-
	222,898.22	-
10 OTHER INCOME:		
Other non operating income (net of expenses directly attributable to such income)	7,892.80	-
	7,892.80	-
11 PURCHASE FOR PROJECTS BUSINESS		
Purchases for Projects Business	185,213.22	-
	185,213.22	-
12 EMPLOYEE BENEFIT EXPENSES:		
Salaries and wages	225,600.88	26,046.66
Staff welfare expenses	18,407.34	2,395.70
	244,008.22	28,442.36
13 DEPRECIATION AND AMORTIZATION:		
Depreciation	9,330.88	-
	9,330.88	-
14 OTHER EXPENSES:		
Rent	21,694.80	2,711.85
Repairs and maintenance		
- Others	4,064.34	-
Insurance	647.45	180.00
Rates and taxes	274.00	-
Legal and professional charges	63,433.49	6,592.50
Bank charges	532.17	-
Travelling and Conveyance	59,664.93	895.40
Postage, Telegrams and Telephones	8,296.68	350.52
Vehicle Maintenance	18,029.92	-
Advertisement	1,884.38	79.38
Printing & Stationary	3,374.81	-
Manufactuirng expenses	1,708.98	160.50
	183,605.95	10,970.15



15 Significant Accounting Policies.

15.1 Basis of preparation of financial statements:

The financial statements of the Company have been prepared under historical cost convention following accrual system of accounting under the German Generally Accepted Accounting Policies (German GAAP) and have been translated into financial statements under Indian Generally Accepted Accounting Principles (Indian GAAP). The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosures of contingent liabilities as at the date of the financial statements, and the reported amounts of revenue and expenses during the reported period.

15.2 Revenue Recognition:

Sale of goods is recognized on shipment to customers, and exclusive of excise duty and sales tax.

15.3 Depreciation:

Depreciation on tangible assets is provided using straight line method (SLM) with reference to the estimated useful life of the property, plant and equipments less its residual value as prescribed under Schedule II of The Companies Act 2013, or actual useful life of the asset, whichever is lower. Property, plant and equipments costing below Rs. 5,000/- are depreciated fully. Depreciation is charged for complete quarter on addition / deletion.

15.4 Taxes on Income:

Provision for tax made in terms of taxation laws prevailing in Germany. Provision for current tax if arises is made at the applicable current tax rates in that country based on assessable Income.

