

TRIDEV INFRAESTATES LIMITED

(Formerly Ashutosh Paper Mills Limited)

CORPORATE INFORMATION

<p><u>BOARD OF DIRECTORS</u></p> <p>Mr. Sunil Kumar Agarwal Managing Director Mr. Atul Kumar Agarwal Director Mr. Amit Aggarwal C.F.O./ Director Ms. Khushboo Agarwal Director Mr. Ankit Kumar Agarwal Additional Director Mrs. Ambika Agarwal Additional Director</p>	<p><u>AUDIT COMMITTEE</u></p> <p>Mr. Ankit Kumar Agarwal Chairman Mr. Atul Kumar Agarwal Member Mrs. Ambika Agarwal Member</p>
<p><u>NOMINATION AND REMUNERATION COMMITTEE</u></p> <p>Mr. Ankit Kumar Agarwal Chairman Mr. Atul Kumar Agarwal Member Mrs. Ambika Agarwal Member</p>	<p><u>STAKEHOLDER RELATIONSHIP COMMITTEE</u></p> <p>Mr. Ankit Kumar Agarwal Chairman Mr. Atul Kumar Agarwal Member Mrs. Ambika Agarwal Member</p>
<p><u>SECRETARIAL AUDITORS</u></p> <p>M/s K S Manish & Associates (Company Secretaries) C.O. No. 18237</p>	<p><u>STATUTORY AUDITOR</u></p> <p>M/s. Moon and Company (Chartered Accountants) FRN No.: 024693N</p>
<p><u>INTERNAL AUDITOR</u></p> <p>M/s. Goyal & Kedia (Chartered Accountants) FRN No.: 026817N</p>	<p><u>REGISTRAR AND TRANSFER AGENT</u></p> <p>Skyline Financial Service Pvt. Ltd. D-153A, 1st Floor, Okhla Industrial Area, Phase-1, New Delhi-110020 Email: viren@skylinerta.com Ph. No.: 011-26812682</p>
<p><u>REGISTERED OFFICE</u></p> <p>269 G/F Triveni Apartment Swayam Sewa CGHS Limited, Jhilmil Colony, Delhi-110095 CIN: L21012DL1988PLC033812 Website: www.tridevinfraestates.in Email : ashutoshpapermills@gmail.com Phone : 011-43206710</p>	<p><u>STOCK EXCHANGE</u></p> <p>BOMBAY STOCK EXCHANGE LIMITED</p>

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DIRECTORS' REPORT

To,
The Members
Tridev Infraestates Limited

Your Directors have pleasure in presenting the Annual Report of the Company together with the Audited Accounts for the financial year ended March 31st, 2018.

FINANCIAL RESULTS HIGHLIGHTS

(Amount in ₹)

PARTICULARS	F.Y. 2017-18	F.Y. 2016-17
Sales / Income from operations	10,13,56,639.00	22,95,698.00
Profit before interest, Depreciation and tax	598065.00	93943.00
Financial Cost	2,28,312.00	129.00
Depreciation	0	0
Provision for Income Tax / Deferred tax	95,211.00	28,988.00
Profit / (Loss) after Tax	2,74,541.00	64825.00
Appropriation:		
CSR Expenditure	0.00	0.00
Dividend & Distribution Tax	0.00	0.00
Transferred to General Reserve	2,74,541.00	64825.00

COMPANY'S PERFORMANCE

Even though the provisions of Companies Act, 2013 regarding corporate social responsibility are not attracted to the company yet the company has been indulged in the enhancement of shareholder value through sound business decisions, prudent to financial management and high standard of ethics throughout the organization.

CHANGE IN NATURE OF BUSINESS

During the year there was no change in nature of business of the company.

DIRECTORS

Composition of Board of Directors:-

S.No.	NAME	DESIGNATION
1.	Mr. Sunil Kumar Agarwal	Managing Director
2.	Mr. Amit Aggarwal	Director / Chief Financial Officer
3.	Ms. Khushboo Agarwal	Director
4.	Mr. Ankit Kumar Agarwal	Director ¹
5.	Mr. Atul Kumar Agarwal	Director ²
6.	Mr. Vinod Kumar Jain	Director ³
7.	Mr. Santosh Kumar Yadav	Director ⁴
8.	Mrs. Ambika Agarwal	Additional Director ⁵

1. Mr. Ankit Kumar Agarwal has been appointed as Additional Director w.e.f. 5th December, 2017.

2. Mr. Atul Kumar Agarwal appointed as Additional Director w.e.f. 23rd August, 2017 and regularized in Annual General Meeting Held on 29th September, 2017.

3. Mr. Vinod Kumar Jain has resigned from the post of Directorship w.e.f. 23rd August, 2017.

4. Mr. Santosh Kumar Yadav resigned from the post of Directorship w.e.f. 4th December, 2017.

5. Mrs. Ambika Agarwal has been appointed as Additional Director w.e.f. 13th August, 2018.

Rotation of Director

Ms. Khushboo Agarwal (DIN 07659764) is liable to retire by rotation at the ensuing Annual General Meeting and being eligible offer herself for reappointment.

Regularization of Director

Mr. Ankit Kumar Agarwal and Mrs. Ambika Agarwal were appointed as an Additional Director of the Company by the Board of Directors with effect from 5th December, 2017 and 13th August, 2018 respectively on the Board of the Company whose terms expires in this ensuing Annual General Meeting. Hence, a Resolution for regularization of Mr. Ankit Kumar Agarwal and Mrs. Ambika Agarwal is given in Notice of Annual General meeting.

CHANGE IN MANAGEMENT

During the year following appointments/ resignation took place:-

S.No.	NAME	EVENT
1.	Mr. Amit Kumar Aggarwal	Appointed as Chief Financial Officer (C.F.O.) w.e.f. 26.05.2017
2.	Mr. Atul Kumar Agarwal	Appointed as Additional Director in Board Meeting held on 23.08.2017 and regularized in Annual General Meeting held on 29.09.2017.
3.	Mr. Vinod Kumar Jain	Ceased to be Director with effect from 23.08.2017.
4.	Mr. Santosh Kumar Yadav	Ceased to be Director with effect from 04.12.2017.
5.	Mr. Ankit Kumar Agarwal	Appointed as Additional Director in Board Meeting held on 05.12.2017

After the Financial Year ended on 31st March, 2018, Mrs. Ambika Agarwal was appointed as Additional Director w.e.f. 13th August, 2018, accordingly resolution for her regularization is being made in Annual General Meeting notice, whose term expires in this ensuing Annual General Meeting.

SUBSIDIARY COMPANIES, JOINT VENTURES & ASSOCIATE COMPANIES

As on 31st March 2018, the Company has no subsidiary, Joint-Venture or Associate companies. However on April 1, 2017 there were two subsidiary companies were there, namely;

1. Pankhuni Infrastructure Limited and
2. Vishikh Real Estate Limited.

Both companies strike off during the year.

CONSOLIDATED FINANCIAL STATEMENT

As on 31st March 2018, the Company has no subsidiary, Joint-Venture or Associate companies. Therefore, there is no requirement of consolidation Financial Statement.

DEPOSITS

During the year under review the Company has not accepted any deposit falling within the meaning of section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

During the year there was no significant and material order passed by any regulators or court or tribunal which would impact the going concern status and company's operations in future.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The internal Audit functions reports to the Chairman of the Audit Committee and to Chairman and Managing Director of the Company.

The Internal Audit monitors and evaluates the efficiency and adequacy of Internal control systems in the company. It's compliances with operating systems, accounting procedure and policies at all locations of the Company.

M/s Goyal & Kedia, Chartered Accountants, (FRN No: 026817N), acts as an Internal Auditor of the Company.

Business Risk Assessment procedures have been set in place for self-assessment of business risks, operating controls and compliance with Corporate Policies. There is an ongoing process to track the evolution of risks and delivery of mitigating action plans.

MEETING OF BOARD OF DIRECTORS

A calendar of Meetings is prepared and circulated in advance to the Directors. During the year Ten (10) Board Meetings held. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

During the year Financial Year from 1st April, 2017 to 31st March, 2018, the board of directors met Ten (10) times 26.05.2017, 29.05.2017, 29.06.2017, 12.08.2017, 23.08.2017, 01.09.2017, 14.09.2017, 14.11.2017, 05.12.2017 and 14.02.2018.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134 (5) of the Companies Act, 2013, your Directors report as under:

- a) That in the preparation of the annual accounts, the applicable accounting standards have been followed.
- b) That the Directors 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.
- c) That the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- d) That the Directors have prepared the annual accounts on a going concern basis.
- e) That the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively.
- f) That the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DECLARATION BY INDEPENDENT DIRECTOR

The Company Board has two (2) Independent Directors i.e. Mr. Ankit Kumar Agarwal and Mrs. Ambika Agarwal. The company has received necessary declaration from both Directors under section 149 of the Companies Act, 2013 that they meet the criteria of Independent laid down in section 149 of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

The current policy is to have an appropriate mix of executive, non-executive and independent Director to maintain the independence of the Board, and separate its functions of governance and management. As of 31st March, 2018, the Board had five (5) Directors.

The Policy of the company on directors' appointment and remuneration, including the criteria for determining qualifications, positive attributes, independence of a director and other matters, as required under sub-section (3) of section 178 of Companies Act, 2013 is in place and maintained by company as per law.

EXPLANATIONS BY BOARD ON QUALIFICATION BY STATUTORY AUDITOR, SECRETARIAL AUDITOR

There is one qualification in Secretarial Auditor in their reports that company has not appointed Company Secretary.

The Board clarified that management will appoint Company Secretary. However, there are no remarks by statutory Auditor in their Reports.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENT

The Company has not given any loan or guarantees covered under the provisions of section 186 of the Companies Act, 2013.

RELATED PARTY TRANSACTIONS

There are no materially significant related party transactions made by the Company with the Promoters, Key Management Personnel or other designated persons which may have potential conflict with interest of the Company at large. The AOC-2 as per the Companies Act, 2013 has been attached herewith under “**Annexure A**”.

RESERVES

The Company has transferred an amount of sum ₹ 2,74,541/- for the financial year ended on 31st March, 2018.

DIVIDENDS

The management believes that the profits earned during the financial year must be retained and redeployed for the operations of the Company. As the Company needs further funds to enhance its business operations, upgrade the efficiency and to meet out the deficiencies in working capital, the Directors do not recommend any dividend on Equity Shares for the financial year 2017-18.

MATERIAL CHANGES AND COMMITMENTS

There is no material change took place between the end of the financial year of the company to which the financial statements relate and the date of the report in the company which may affect the financial position of the company.

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

The information required to be furnished under section 134 (3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 relating to Conservation of Energy, Technology absorption and Foreign Exchange earnings and outgo is annexed in “**Annexure B**” herewith and forming part of this report.

BUSINESS RISK MANAGEMENT

The main objective of this policy is to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and resolving risks associated with the business. In order to achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues.

In today's challenging and competitive environment, strategies for mitigating inherent risks in accomplishing the growth plans of the Company are imperative. The common risks inter alia are: Regulations, competition, Business risk, Technology obsolescence, Investments, retention of talent and expansion of facilities.

Business risk, inter-alia, further includes financial risk, political risk, fidelity risk, legal risk. As a matter of policy, these risks are assessed and steps as appropriate are taken to mitigate the same.

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The company need not to comply with the provisions of Section 135 of Companies act, 2013, as the company does not fall in eligibility ambit of Corporate Social Responsibility initiatives.

SHARE CAPITAL

The Authorised Share Capital is ₹ 8,00,00,000.00/- and paid up Equity Share Capital as on 31st March, 2018 was ₹ 6,52,54,000.00 @ ₹ 10/- per share. The Company not issued shares with differential voting rights nor granted stock options nor sweat equity.

INDUSTRIAL RELATIONS

During the year under review, your Company enjoyed cordial relationship with workers and employees at all level.

SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

As per the SEBI Circular No. **SEBI/LAD-NRO/GN/2015-16/013** dated 2nd September, 2015, of Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015, the Paid up equity capital as on the last day of previous financial year i.e. on 31st March 2018 was ₹ 4,61,87,798.00/- and Net Worth was ₹ 4,61,87,798.00/-

Therefore, in terms of the said circular the compliance with the corporate governance provisions as specified in **Regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and Para C, D and E of Schedule V shall not apply** in our Company.

CODE OF CONDUCT

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the Company.

AUDIT COMMITTEE

The Audit Committee of the Company duly constituted by the following members:-

- i) Mr. Vinod Kumar Jain*
- ii) Mr. Sunil Kumar Agarwal
- iii) Mr. Santosh Kumar Yadav**
- iv) Mr. Atul Kumar Agarwal*
- v) Mr. Ankit Kumar Agarwal**
- vi) Mrs. Ambika Agarwal***

*Mr. Vinod Kumar Jain has been resigned from his post w.e.f. 23.08.2017 and Mr. Atul Kumar Agarwal appointed as Chairman w.e.f. 23.08.2017.

**Mr. Santosh Kumar Yadav has been resigned from his post w.e.f. 04.12.2017 and Mr. Ankit Kumar Agarwal appointed as Chairman w.e.f. 05.12.2017.

***Mrs. Ambika Agarwal appointed as a member by replacing Mr. Sunil Kumar Agarwal w.e.f 13.08.2018.

Meetings of the Committee:

The Committee met 5 (Five) times on 29.05.2017, 12.08.2017, 14.09.2017, 14.11.2017 and 14.02.2018 during the financial year ended March 31, 2018.

The Minutes of the Meetings of the Audit Committee are discussed and taken note by the board of directors. The Statutory Auditor, Internal Auditor and Executive Directors/ Chief Financial Officer are invited to the meeting as and when required.

The Composition of the Audit Committee and Their Attendance at the Meeting:

Name of Members	Category / Designation	No. of Meetings		Attendance Percentage (%)
		Held	Attended	
Mr. Vinod Kumar Jain*	Chairperson	5	2	40
Mr. Sunil Kumar Agarwal	Member	5	5	100
Mr. Santosh Kumar Yadav**	Member	5	4	80
Mr. Atul Kumar Agarwal*	Member	5	3	60
Mr. Ankit Kumar Agarwal**	Chairperson	5	1	20

No sitting fees have been paid to any director during the year. The remuneration paid to all Key Managerial Personnel was in accordance with remuneration policy adopted by the company. All members have attended the meeting in person.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of the Company duly constituted by the following members:-

- i) Mr. Vinod Kumar Jain*
- ii) Mr. Sunil Kumar Agarwal
- iii) Mr. Santosh Kumar Yadav**
- iv) Mr. Atul Kumar Agarwal*
- v) Mr. Ankit Kumar Agarwal**
- vi) Mrs. Ambika Agarwal***

*Mr. Vinod Kumar Jain has been resigned from his post w.e.f. 23.08.2017 and Mr. Atul Kumar Agarwal appointed as Chairman w.e.f. 23.08.2017.

**Mr. Santosh Kumar Yadav has been resigned from his post w.e.f. 04.12.2017 and Mr. Ankit Kumar Agarwal appointed as Chairman w.e.f. 05.12.2017 leading demotion of Mr. Atul Kumar Agarwal as Member only.

*** Mrs. Ambika Agarwal appointed as a member by replacing Mr. Sunil Kumar Agarwal w.e.f 13.08.2018.

The Committee met 4 (Four) times on 29.05.2017, 12.08.2017, 14.11.2017 and 14.02.2018 during the financial year ended March 31, 2018.

The Composition of the Nomination and Remuneration Committee and Their Attendance at the Meeting:

Name of Members	Category / Designation	No. of Meetings		Attendance Percentage (%)
		Held	Attended	
Mr. Vinod Kumar Jain*	Chairperson	4	2	50
Mr. Sunil Kumar Agarwal	Member	4	4	100
Mr. Santosh Kumar Yadav**	Member	4	3	75
Mr. Atul Kumar Agarwal*	Member	4	2	50
Mr. Ankit Kumar Agarwal**	Chairperson	4	1	25

No sitting fees have been paid to any director during the year. The remuneration paid to all Key Managerial Personnel was in accordance with remuneration policy adopted by the company. All members have attended the meeting in person.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee of the Company duly constituted by the following members:-

- i) Mr. Vinod Kumar Jain*
- ii) Mr. Sunil Kumar Agarwal
- iii) Mr. Santosh Kumar Yadav**
- iv) Mr. Atul Kumar Agarwal*
- v) Mr. Ankit Kumar Agarwal**
- vi) Mrs. Ambika Agarwal***

*Mr. Vinod Kumar Jain has been resigned from his post w.e.f. 23.08.2017 and Mr. Atul Kumar Agarwal appointed as Chairman w.e.f. 23.08.2017.

**Mr. Santosh Kumar Yadav has been resigned from his post w.e.f. 04.12.2017 and Mr. Ankit Kumar Agarwal appointed as Chairman w.e.f. 05.12.2017 leading demotion of Mr. Atul Kumar Agarwal as Member only.

*** Mrs. Ambika Agarwal appointed as a member by replacing Mr. Sunil Kumar Agarwal w.e.f 13.08.2018.

The Committee met 4 (Four) times on 29.05.2017, 12.08.2017, 14.11.2017 and 13.02.2018 during the financial year ended March 31, 2018.

The Composition of the Stakeholder Relationship Committee and Their Attendance at the Meeting:

Name of Members	Category / Designation	No. of Meetings		Attendance Percentage (%)
		Held	Attended	
Mr. Vinod Kumar Jain*	Chairperson	4	2	50
Mr. Sunil Kumar Agarwal	Member	4	4	100
Mr. Santosh Kumar Yadav**	Member	4	3	75
Mr. Atul Kumar Agarwal*	Member	4	2	50
Mr. Ankit Kumar Agarwal**	Chairperson	4	1	25

No sitting fees have been paid to any director during the year. The remuneration paid to all Key Managerial Personnel was in accordance with remuneration policy adopted by the company. All members have attended the meeting in person.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior the company has adopted a vigil mechanism policy.

PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

All Board Directors and the designated employees have confirmed compliance with the code.

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31ST March, 2018

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in MGT 9 as a part of this Annual Report as "**Annexure C**".

SECRETARIAL AUDIT REPORT

Pursuant to provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Company has appointed **M/S K S MANISH & ASSOCIATES, COMPANY SECRETARY IN WHOLE TIME PRACTICE** to undertake the Secretarial Audit of the Company.

The Secretarial Audit Report is annexed herewith as "**Annexure D**" in the Form MR-3.

AUDITOR/AUDITORS REPORTS

M/S MOON AND COMPANY, CHARTERED ACCOUNTANT (FRN 0024693N), who have been the Statutory Auditor of the Company for the F.Y. 2016-2021 for the term of Five (5) Years continues to be Statutory Auditor of the Company for the F. Y. 2018-19 also.

As per the MCA Notification Dated 7th May, 2018 read with The Companies (Amendment) Act, 2017 also read with section 139 of Companies Act, 2013, there is no need to ratify the term of auditor in every ensuing Annual General Meeting till the continuation of his term. Hence, no resolution has been inserted for ratification of Statutory Auditor. The Independent Auditor Report is annexed herewith in the Annual Report.

REPORTING OF FRAUDS

There have been no instances of fraud reported by the Statutory Auditors under Section 143 of the Act read with relevant Rules framed thereunder either to the Company or to the Central Government.

PARTICULARS OF EMPLOYEES

Information as per Section 134 of the Companies Act, 2013 read with Companies (Particulars of Employees) Rules, 1975 are given in the statement which forms a part of this report. However as per the provisions of section 136 of the Companies Act, 2013, the report and accounts are being sent to all shareholders of the Company excluding the aforesaid information. Any shareholder interested in obtaining a copy of the particulars may write to the Company's Registered Office.

LISTING WITH STOCK EXCHANGES

The Company confirms that it has paid the Annual Listing Fees for the year 2018-19 to BSE where the Company's Shares are listed.

ACKNOWLEDGEMENT

Your Directors place on record their sincere appreciation of the services rendered by the employees of the Company. They are grateful to shareholders, bankers, depositors, customers and vendors of the company for their continued valued support. The Directors look forward to a bright future with confidence.

CAUTIONARY STATEMENT

The statements contained in the Board's Report contain certain statements relating to the future and therefore are forward looking within the meaning of applicable securities, laws and regulations various factors such as economic conditions, changes in government regulations, tax regime, other statutes, market forces and other associated and incidental factors may however lead to variation in actual results.

For and on behalf of the Board
Tridev Infraestates Limited
(Formerly Ashutosh Paper Mills Limited)

Place: New Delhi
Dated: 01.09.2018

Sunil Kumar Agarwal
(DIN: 00033287)
(Managing Director)

Ankit Kumar Agarwal
(DIN: 07962230)
(Director)

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. Industry structure and developments

The company is engaged in trading in shares, financial services and investment activities where the outlook of the business seems to be encouraging over and above we have been diversified into different businesses ranging from third party product distributions (lowest balance sheet risk) to originating unsecured personal loans, corporate loans (highest balance sheet risk). We believe that we are well placed to leverage on the growth opportunities in the economy.

2. Opportunities and Threats

OPPORTUNITIES

- Increase in Income levels will aid greater penetration of financial products.
- Positive regulatory reforms.
- Increase in corporate growth & risk appetite.
- Greater efficiency in debt market operations which will also help greater penetration.
- Increased securitization.
- Focus on selling new product/services.

THREATS

- Inflation could trigger increase in consumer price inflation, which would dampen growth.
- Increased competition in both local & overseas markets.
- Unfavorable economic development.
- Market risk arising from changes in the value of financial instruments as a result of changes in market variables like interest rate and exchange rates.

3. Segment-wise or product-wise performance

The company has only one segment line of business. Hence, this head does not apply to our company.

4. Risks and concerns

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.

5. Internal control systems and their adequacy

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 noncompliance/ 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.

6. Material developments in Human Resources / Industrial Relations front, including number of people employed

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.

7. Disclosure Of Accounting Treatment

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (IND AS) to comply with the Accounting Standards notified under Section 133 of the Companies Act, 2013 ("the 2013 Act") and the relevant provisions of the 2013 Act, as applicable. The financial statements have been prepared on going concern basis under the historical cost convention on accrual basis. The Company has follows to continue with the period of 1st day of April to 31st day of March, each year as its financial year for the purpose of preparation of financial statements under the provisions of Section 2(41) of the Companies Act, 2013.

8. Cautionary Statement

Statements in the Management Discussion and Analysis describing the Company's objectives, expectations, predictions and assumptions may be "FORWARD LOOKING" within the meaning of applicable Laws and Regulations. Actual results may differ materially from those expressed herein, important factors that could influence the Company's operations include domestic economic Conditions affecting demand, supply, price conditions, and change in Government's regulations, tax regimes, other statutes and other factors such as industrial relations.

For and on behalf of the Board
Tridev Infraestates Limited
(Formerly Ashutosh Paper Mills Limited)

Place: New Delhi
Dated: 01.09.2018

Sunil Kumar Agarwal
(DIN: 00033287)
(Managing Director)

Ankit Kumar Agarwal
(DIN: 07962230)
(Director)

FORM NO. AOC-2

**Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto
(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)**

1. Details of contracts or arrangements or transactions not at arm's length basis:- None
 - (a) Name(s) of the related party and nature of relationship
 - (b) Nature of contracts/arrangements/transactions
 - (c) Duration of the contracts/arrangements/transactions
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any
 - (e) Justification for entering into such contracts or arrangements or transactions
 - (f) date(s) of approval by the Board
 - (g) Amount paid as advances, if any:
 - (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

2. Details of material contracts or arrangement or transactions at arm's length basis:- None
 - (a) Name(s) of the related party and nature of relationship
 - (b) Nature of contracts/arrangements/transactions
 - (c) Duration of the contracts/arrangements/transactions
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any:
 - (e) Date(s) of approval by the Board, if any:
 - (f) Amount paid as advances, if any:

**For and on behalf of the Board
Tridev Infraestates Limited
(Formerly Ashutosh Paper Mills Limited)**

**Place: New Delhi
Dated: 01.09.2018**

**Sunil Kumar Agarwal
(DIN: 00033287)
(Managing Director)**

**Ankit Kumar Agarwal
(DIN: 07962230)
(Director)**

Annexure B

As per section 134(3) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014**i) Conservation of Energy**

The operations involve low energy consumption. Wherever possible, energy conservation measures have been implemented. Efforts to conserve and optimise the use of energy are a continuous process.

ii) Technology Absorption

1. Specific areas in which R & D carried out are as follows:

- a) Review of the existing courses and evaluation of feasibility of the new courses to be launched and estimating the costing thereof.
- b) Providing technical support on existing products.

2. Benefits derived as a result of the above R & D

As a result the organisation is being able to implement current courses.

3. Expenditure on R & D : NIL

iii) Foreign Exchange Earnings & Outgo

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

ACKNOWLEDGMENT

Your Directors would like to express their grateful appreciation for assistance and Co-operation received from the financial institutions, Government Authorities, Customers, Vendors and Members during the year under review. Your Directors, also wish to place on record their deep sense of appreciation for the committed services of executives, staff and workers of Company.

For and on behalf of the Board
Tridev Infraestates Limited
(Formerly Ashutosh Paper Mills Limited)

Place: New Delhi
Dated: 01.09.2018

Sunil Kumar Agarwal
(DIN: 00033287)
(Managing Director)

Ankit Kumar Agarwal
(DIN: 07962230)
(Director)

FORM NO. MGT-9**EXTRACT OF ANNUAL RETURN****As on the financial year ended on 31/03/2018****[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]****1. REGISTRATION AND OTHER DETAILS:-**

i.	CIN	:	L21012DL1988PLC033812
ii.	Registration Date	:	07/11/1988
iii.	Name of the Company	:	TRIDEV INFRAESTATES LIMITED (Formerly Ashutosh Paper Mills Limited)
iv.	Category of Company	:	Company Limited by Share
v.	Sub-Category of Company	:	Non-Govt Company
vi.	Address of Company	:	269 G/F Triveni Apartment, Swayam Sewa CGHS Limited, Jhilmil Colony, Delhi-110095
vii.	Listed / Unlisted	:	Listed
viii.	Name & Address of RTA	:	Skyline Financial Services Private Limited Address: D-153A, Okhla Industrial Area, Phase-I, New Delhi-110020

II. Principal Business Activities of the Company:

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

SI No.	Name and Description of main Product / services	NIC Code of the Product / Service	% to total turnover of the Company
1.	Other Financial Activities	64990	100

III. Particular of Holding, Subsidiary and Associates Companies.

SI No.	Name And Address Of The Company	CIN / GLN	Holding / Subsidiary / Associate	% of Shares Held	Applicable Section
NIL					

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as Percentage of Total Equity)**i. Category-wise share holding**

Category of Shareholders	No. of Shares held at the beginning of the year 01.04.2017				No. of Shares held at the end of the year 31.03.2018				% Change during the year*
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A) Promoter									
1) Indian									
A) Individual / HUF	780510	0	780510	11.96	780510	0	780510	11.96	0
a) Central Govt.	0	0	0	0	0	0	0	0	0
b) State Govt. (s)	0	0	0	0	0	0	0	0	0
c) Bodies Corporate	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
Sub Total (A) (1)	780510	0	780510	11.96	780510	0	780510	11.96	0
2) Foreign									
a) NRIs- Individual	0	0	0	0	0	0	0	0	0
b) Other- Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corporate	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter(A)= (A) (1)+(A) (2)	780510	0	780510	11.96	780510	0	780510	11.96	0

B) Public Shareholding									
1) Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State Govt.	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Compnay	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i). Others (specify)	0	0	0	0	0	0	0	0	0
2. Non-Institutions	0	0	0	0	0	0	0	0	0
a. Bodies Corporate	2576875	0	2576875	39.49	2609063	0	2609063	39.98	0.49
i. Indian Overseas	0	0	0	0	0	0	0	0	0

b) Individual									
1) Individual shareholders holding nominal share capital upto Rs. 2 Lakh	12221956	200	1222156	18.73	1280950	200	1281150	19.63	0.9
2) Individual shareholders holding nominal share capital in exc. Rs. 2 Lakh	1743464	0	1743464	26.72	1691475	0	1691475	25.92	(0.8)
c. Any other (specify)									
TRUST	100	0	100	0	0	0	0	0	0
NRI	67971	0	67971	1.04	67971	0	67971	1.04	0
CLEARING MEMBERS	5	0	5	0	0	0	0	0	0
HUF	134419	0	133419	2.06	95231	0	95231	1.46	0

Total Public Shareholding (B)=(B)(1)+(B)(2)	5744690	200	5744890	88.04	5744690	200	5744890	88.04	0
OC. shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	6524200	200	6524400	100	6525200	200	6525400	100	0

II. Share Holding of Promoters:-

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the beginning of the year			% Change in share holding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1.	Payal Agarwal	8340	0.13	0	8340	0.13	0	0
2.	Sunil Kumar Agarwal	333170	5.11	0	333170	5.11	0	0
3.	Atul Kumar Agarwal	439000	6.73	0	439000	6.73	0	0

PARTICULARS	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total shares of the company
THERE IS NO CHANGE DURING THE YEAR IN THE SHAREHOLDING OF PROMOTERS				

IV. Shareholding Pattern of top ten shareholders (other than Directors, Promoters and Holder of GDRs and ADRs)

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Transfer / Purchase during the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1.	Novelty Enterprises Private Limited	431100	6.61	0	0	431100	6.61
2.	Surya Medi Tech Limited	659325	10.10	0	0	659325	10.10

3.	Pravith India Advisors Private Limited	527362	8.08	0	0	527362	8.08
4.	Shridhar Financial Service Limited	423021	6.48	500	.007	423541	6.49
5.	Gautam Subhashchandra Shah	270660	4.15	0	0	270660	4.15
6.	Shah Ashwinbhai Chinubhai	134581	2.06	0	0	134581	2.06
7.	Sangita Pareskumar Vedawala	133712	2.05	0	0	133712	2.05
8.	NDA Securities Ltd.	100000	1.53	0	0	100000	1.53
9.	Trupti Arun Mandaviya	93635	1.43	0	0	93635	1.43
10.	South Asia Portfolios Rivate Ltd.	90103	1.38	0	0	90103	1.38

(v) Shareholding of Directors and Key Managerial Personnel:				
For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
Atul Kumar Agarwal				
At the beginning of the year	439000	6.73	439000	6.73
Date wise increase/ Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	0	0	0	0
At the end of year	439000	6.73	439000	6.73
Sunil Kumar Agarwal				
At the beginning of the year	333170	5.11	333170	5.11
Date wise increase/ Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	0	0	0	0
At the end of year	333170	5.11	333170	5.11
Amit Aggarwal				
At the beginning of the year	NIL	NIL	NIL	NIL
Date wise increase/ Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	0	0	0	0
At the end of year	NIL	NIL	NIL	NIL

Khusboo Agarwal				
At the beginning of the year	NIL	NIL	NIL	NIL
Date wise increase/ Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	0	0	0	0
At the end of year	NIL	NIL	NIL	NIL
Ankit Kumar Agarwal*				
At the beginning of the year	NIL	NIL	NIL	NIL
Date wise increase/ Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	0	0	0	0
At the end of year	NIL	NIL	NIL	NIL
Vinod Kumar Jain**				
At the beginning of the year	NIL	NIL	NIL	NIL
Date wise increase/ Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	0	0	0	0
At the end of year	NIL	NIL	NIL	NIL
Santosh Kumar Yadav***				
At the beginning of the year	NIL	NIL	NIL	NIL
Date wise increase/ Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	0	0	0	0
At the end of year	NIL	NIL	NIL	NIL

* Mr. Ankit Kumar Agarwal have been appointed as Additional Director w.e.f. 5th December 2017.

** Mr. Vinod Kumar Jain have been resigned from directorship w.e.f. 23rd August, 2017.

*** Mr. Santosh Kumar Yadav have been resigned from directorship w.e.f. 4th December 2017.

V. INDEBTEDNESS				
Indebtedness of the Company including interest outstanding/ accrued but not due for payment				
Particulars	Secured loans excluding deposits	Unsecured Loans	Deposit	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount				
ii) Interest due	0	0	0	0
iii) Interest accrued but not due				
Total (i+ii+iii)	0	0	0	0
Change in Indebtedness during the financial year				
a) addition				
b) Reduction	0	0	0	0
Net Change	0	0	0	0
Indebtedness at the end of the financial year				
i) Principal Amount				
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due				
Total (i+ii+iii)	0	0	0	0

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A. Remuneration to Managing Director, Whole-time Directors and / or Manager :**

S.No.	Particulars of Remuneration	Name of MD/WTD/Manage		Total Amount (₹)
		Sunil Kumar Agarwal (Managing Director)		
1.	Gross Salary			
	Salary as per provisions contained in sec 17(1) of the Income -Tax Act, 1961	-		-
	Value of Perquisites u/s 17(2) Income TaxAct, 1961	-		-
	Profits in lieu of Salary under sec. 17(3) Income Tax Act, 1961	-		-
2.	Stock Option	-		-
3.	Sweat Equity	-		-
4.	Commision - as% of Profit - other specify	-		-
5.	Other, Pleases Specify	-		-
6.	Total (A)	-		-
7.	Ceiling as per the Act	-		-

B. Remunerations to others Director

S.No.	Particulars of Remuneration	Name of Director			Total Amount (₹)
1.	1. Independent Directors	Ankit Kumar Agarwal*			
	<ul style="list-style-type: none"> • Fee for attending board committee meetings • Commission • Others, Please specify 	-			-
	Total (1)				
2.	2. Other Non - Executive / Executive Directors	Atul Kumar Agarwal (Non-Executive Director)	Amit Aggarwal (Executive Director / CFO*)	Khushboo Agarwal (Non-Executive Director)	-
	<ul style="list-style-type: none"> • Fee for attending board committee meetings • Commission • Others, Please specify 	-	-	-	-
	Total (2)	-			-
4.	Total (B) = (1+2)	-	-	-	-
5.	Total Managerial Remuneration	-	-	-	-
6.	Overall Ceiling as per the Act	-	-	-	-

*Mr. Ankit Kumar Agarwal have been appointed as Additional Director w.e.f. 5th December, 2017.

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

S.No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	Nitin Agarwal (CFO)	Total
1.	Gross Salary				
	(a) Salary as per provisions contained in section 17 (1) of the Income - tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income tax Act, 1961	-	-	-	-
	(c) Profit in lieu of salary under section 17(3) Income tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - As % of profit - Others specify.....	-	-	-	-
5.	Others, Please specify	-	-	-	-
	Total	-	-	-	-

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of penalty/ Punishment/ Compounding fees impose	Authority [RD/NCLT/ COURT]	Appeal made if any (give details)
A. Company					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
B. Director					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
C. Other Officers in Default					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

ANNEXURE- D

Form No. MR-3
SECRETARIAL AUDIT REPORT

For The Financial Year Ended 31st March, 2018

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

To,

The Members,

TRIDEV INFRAESTATES LIMITED
(formerly Ashutosh Paper Mills Ltd)

269 G/F Triveni Apartment Swayam Sewa
CGHS Limited Jhilmil Colony - Delhi 110095

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended 31st March, 2018 (Audit Period) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance- mechanism in place to the extent, in the manner and subject to the reporting made hereinafter along with Annexure 1 attached to this report:-

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2018 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
 - (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
 - (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
 - (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(No Fresh FDI, ODI and ECB was taken by the Company during the Audit Period)**
 - (v) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.:-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(Company did not issue any securities during the Audit Period)**;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(company has not grant any option to its employee during the Audit Period)**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Company did not issue any debt securities during the Audit Period)**
-

- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not Applicable to the company during the period under review)
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not Applicable to the company during the period under review)
- (vi) Other laws applicable to the Company as per the representations made by the Management.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Limited and SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 (effective from 1st December, 2015)

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following:

Based on the information received and records maintained, We further report that,

1. Pursuant to Section 203 of the Companies Act, 2013, the Company was required to appoint Company Secretary, however company could not appoint the same during Audit period.
2. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors and the changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
3. Adequate notices were given to all directors to schedule the Board Meetings, Agenda and detailed notes on agenda were sent at least seven days in advance with the proper compliances of the provisions of Companies Act, 2013. Some meetings were held on shorter notice with the proper compliances of applicable provisions of Companies Act, 2013 and rules made there under.
4. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines. And In respect of other laws specifically applicable to the Company, I have relied on information/records produced by the Company during the course of my audit and the reporting is limited to that extent.

We further report that during the audit period, there were no instances of:

- i. Public/Right/preferential/debentures/sweat equity, etc.
- ii. Redemption / buy-back of securities
- iii. Merger / amalgamation / reconstruction, etc.
- iv. Foreign technical collaborations

**For K S MANISH & ASSOCIATES
(COMPANY SECRETARIES)**

Manish Kumar Singh
(Proprietor)
ACS 50295
CP 18237

Date: 01/09/2018
Place: New Delhi

To,

The Members,

TRIDEV INFRAESTATES LIMITED

(formerly Ashutosh Paper Mills Ltd)

269 G/F Triveni Apartment Swayam Sewa
CGHS Limited Jhilmil Colony - Delhi 110095

**Sub: Secretarial Audit for the Financial Year ended March, 2018 of even
date is to be read with this letter**

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

**For K S MANISH & ASSOCIATES
(COMPANY SECRETARIES)**

Manish Kumar Singh

(Proprietor)
ACS 50295
CP 18237

Date: 01/09/2018

Place: New Delhi

ANNEXURE-D

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 31.03.2018 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

Place: Delhi
Date: 01.09.2018

Sunil Kumar Agarwal
Managing Director
(DIN: 00033287)

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, 2018 compliance with the code of conduct of the company laid down by them.

For and on behalf of the Board

Place: Delhi
Date: 01.09.2018

Sunil Kumar Agarwal
Managing Director
(DIN: 00033287)

INDEPENDENT AUDITOR'S REPORT

To The Members Of "Tridev Infraestates Limited"

Report on the Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of Tridev Infraestates Limited (Formerly Known as Ashutosh paper Mills Limited) ("the Company"), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act., read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Indian Accounting Standards) Rules, 2016, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS 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 Ind AS financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. 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 Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Ind AS financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2018, its Profits including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
-

2. As required by section 143 (3) of the Act, we report that:
- (a) We have sought and 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 it appears from our examination of those books;
 - (c) The Balance Sheet, Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, Companies (Indian Accounting Standards) Rules, 2016, as amended;
 - (e) On the basis of written representations received from the directors as on March 31, 2018, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018, from being appointed as a director in terms of section 164 (2) of the Act;
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would affect its financial position.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **Moon and Company**
Chartered Accountants
F R N: 024693N

MOON GOYAL
(Partner)
M No: 523034

Place: Delhi
Date: May 28, 2018

Annexure 1 referred to in paragraph 1 of the section on “Report on other legal and regulatory requirements” of our report of even date**TO THE MEMBERS OF TRIDEV INFRAESTATES LIMITED**

- (i) As per the information and explanations given to us, the company has already claimed full depreciation and hence no amount is being reflected in balance sheet.
 - (ii) The inventories have been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable. No material discrepancies were noticed on such physical verification.
 - (iii) As per the Information and explanation given to us, company has given loans to companies, firms and other parties whose register is required to be maintained under section 189 and the requisite disclosures have been provided in the Financial Statements. – Refer Note 27 In the Financial Statements.
 - (iv) In our opinion and according to the information and explanations given to us, In respect of loans, investments, guarantees and securities given, we found that company has duly complied with the requirements of Section 185 and 186.
 - (v) Based on our scrutiny of the company's records and according to the information and explanation provided by the management, in our opinion the Company has not accepted any deposits from the public within the meaning of Rule 2 of the Companies (Acceptance of Deposits) Rules, 2014 or any directives issued by the Reserve Bank of India.
 - (vi) As informed to us, the Central Government has not prescribed for maintenance of cost records under subsection (1) of Section 148 of the Act and provisions of clause 3(vi) of the said order are not commented upon.
 - (vii) In respect of statutory dues:
 - a) According to the records of the Company and information and explanations given to us, the Company has generally been regular in depositing undisputed statutory dues, including Income Tax, Tax Deducted at Sources, Service Tax and other material statutory dues applicable to it, with the appropriate authorities.
 - b) According to the information and explanations given to us, there were no undisputed amounts payable in respect of Income Tax, Tax Deducted at Source, Service Tax and other material statutory dues in arrears/were outstanding as at March 31, 2017 for a period of more than six months from the date they became payable
 - (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to financial institutions and banks. The company does not have any loans or borrowings from banks or governments and has not issued any debentures.
 - (ix) According to the information and explanations given by the management, the Company has not raised any money by way of initial public offer or further public offer or debt instruments or term loans and hence, reporting under clause 3(ix) of the order is not applicable.
 - (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no material fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.
 - (xi) According to the information and explanations given by the management, the managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
 - (xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.
-

- (xiii) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the Company and, not commented upon.
- (xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013.
- (xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For Moon and Company

Chartered Accountants

F R N: 024693N

MOON GOYAL

(Partner)

M. No.: 523034

Place: Delhi

Date: May 28, 2018

ANNEXURE 2 REFERRED TO IN PARAGRAPH 2 (f) OF THE SECTION ON “REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS” OF OUR REPORT OF EVEN DATE**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

To the Members of “Tridev Infraestates Limited”

We have audited the internal financial controls over financial reporting of Tridev Infraestates Limited (“the Company”) as of March 31, 2018 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note of Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (‘ICAI’). These responsibilities include design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, and both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial Statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of

collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria, considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Moon and Company**

Chartered Accountants

F R N : 024693N

MOON GOYAL

(Partner)

M. No.: 523034

Place : Delhi

Date: May 28, 2018

Tridev Infraestates Limited

(formerly Ashutosh Paper Mills Ltd.)

CIN NO. L21012DL1988PLC033812

269 G/F, Triveni Apartment Swayam Sewa CGHS Ltd, Jhilmil Colony, Delhi-110095

Balance Sheet as at 31 March 2018

(Amount in ₹)

PARTICULARS	Notes	31 March 2018	31 March 2017	01 April 2016
ASSETS				
Non-current assets				
a) Property, Plant and Equipment		-	-	-
b) Capital Work in Progress		-	-	-
c) Intangible Assets		-	-	-
d) Financial Assets				
(i) Trade receivable		-	-	-
(ii) Lonas		-	-	-
(iii) Other financial assets		-	-	-
e) Advance Income tax assets (net)		-	-	-
f) Other non-current assets	4	7,51,16,000	4,33,95,000	3,18,92,322
		7,51,16,000	4,33,95,000	3,18,92,322
Current Assets				
a) Inventories	5	10,07,750	-	-
b) Financial Assets				
(i) Investments	6	-	40,00,000	55,74,303
(ii) Trade receivables	7	6,000	-	-
(iii) Cash and cash equivalents	8	3,61,553	4,63,496	87,81,058
(iv) Other Bank Balances		-	-	-
(v) Loans		-	-	-
(vi) Other financial assets		-	-	-
c) Current Income tax assets (net)		-	-	-
d) Other current assets	9	3,92,771	2,78,290	1,43,290
		17,68,074	47,41,786	1,44,98,651
TOTAL		7,68,84,074	4,81,36,786	4,63,90,973
EQUITY AND LIABILITIES				
Equity				
Equity share capital	10	6,52,54,000	6,52,54,000	6,52,54,000
Other Equity	11	(1,87,91,661)	(1,90,66,202)	(1,91,31,027)
		4,64,62,339	4,61,87,798	4,61,22,973
Liabilities				
Non-Current Liabilities				
a) Financial Liabilities				
(i) Borrowings		-	-	-
(ii) Other financial liabilities		-	-	-
b) Provisions		-	-	-
c) Deferred tax liabilities (Net)		-	-	-
d) Other non-current liabilities		-	-	-
TOTAL A		-	-	-

Continued.....

Tridev Infraestates Limited

(formerly Ashutosh Paper Mills Ltd.)

CIN NO. L21012DL1988PLC033812

269 G/F, Triveni Apartment Swayam Sewa CGHS Ltd, Jhilmil Colony, Delhi-110095

Balance Sheet as at 31 March 2018

(Amount in ₹)

PARTICULARS	Notes	31 March 2018	31 March 2017	01 April 2016
Current Liabilities				
a) Financial liabilities				
(i) Borrowings		-	-	-
(ii) Trade payables		-	-	-
(iii) Other financial liabilities	12	3,02,42,873	19,00,000	-
b) Other current liabilities	13	83,650	20,000	2,68,000
c) Provisions	14	95,211	28,988	-
Total B		3,04,21,735	19,48,988	2,68,000
Total liabilities (A+B)				
Total equity and liabilities		7,68,84,074	4,81,36,786	4,63,90,973

See accompanying note nos. 1 to 27 forming part of the financial statements
In terms of our report attached of the even date

For and on behalf of the Board of Directors
Tridev Infraestates Limited

for : **Moon And Company**
(Chartered Accountants)
FRN.: 024693N

Sunil Kumar Agarwal
(Managing Director)
DIN - 00033287

Khushboo Agarwal
(Director)
DIN - 07659764

Amit Aggarwal
(C.F.O)

CA. Moon Goyal
(Partner)
M.No. 523034

Dated : May 28, 2018
Place : New Delhi

Tridev Infraestates Limited

(formerly Ashutosh Paper Mills Ltd.)

CIN. L21012DL1988PLC033812

ADDRESS: 269 G/F, Triveni Apartment Swayam Sewa CGHS Limited, Jhilmil Colony, Delhi-110095

Statement of Profit and Loss for the Year Ended 31st March, 2018

(Amount in ₹)

PARTICULARS	Notes	31 March 2018	31 March 2017
I. Revenue from Operations (gross)	16	9,99,21,921	9,42,000
II. Other Income	17	14,34,718	13,50,698
III. Total Income (I+II)		10,13,56,639	22,92,698
IV Expenses:			
Cost of materials consumed		-	-
Changes in inventories of finished goods and work-in-progress	17	(10,07,750)	-
Excise Duty on sales			
Purchase		10,00,07,843	10,20,177
Power and Fuel		-	-
Employee benefit expense	18	5,10,000	3,95,000
Finance costs	19	2,28,312	129
Depreciation and amortisation expense Other expenses		-	-
Administrator & Other expense	20	12,48,482	7,83,578
Total expenses		10,09,86,887	21,98,885
V Profit / (loss) before exceptional item and tax (III-IV)		3,69,752	93,813
VI Exceptional Items		-	-
VII Profit / (loss) before tax (V-VI)		3,69,752	93,813
VIII Tax Expense / (Credit)			
(1) Current Tax		95,211	28,988
(2) Deferred Tax		-	-
IX Profit / (loss) for the year (VII-VIII)		2,74,541	64,825
X Other Comprehensive income / (loss)		-	-
Item that will not be subsequently reclassified to profit or loss			
(a) Re-measurement gains/ (losses) on Investment		-	-
(b) Income tax effect		-	-
Item that may be subsequently reclassified to profit or loss:			64,825
(a) Cash flow hedges		-	-
(b) Income tax effect		-	-
Total Other Comprehensive income/ (loss) for the year		-	64,825
XI Total Comprehensive income / (loss) for the year		2,74,541	64,825
XII Earnings / (loss) per equity share (of Rs. 10/- each)			
Basic and Diluted (in Rs. per share)		0.042	0.010

See accompanying note nos. 1 to 27 forming part of the financial statements
In terms of our report attached of the even date.

For and on behalf of the Board of Directors
Tridev Infraestates Limited

for : Moon And Company
(Chartered Accountants)
FRN.: 024693N

Sunil Kumar Agarwal
(Managing Director)
DIN - 00033287

Khushboo Agarwal
(Director)
DIN - 07659764

Amit Aggarwal
(C.F.O)

CA. Moon Goyal
(Partner)
M.No. 523034

Dated : May 28, 2018
Place : New Delhi

Tridev Infraestates Limited

(formerly Ashutosh Paper Mills Ltd.)

CIN. L21012DL1988PLC033812

ADDRESS: 269 G/F, Triveni Apartment Swayam Sewa CGHS Limited, Jhilmil Colony, Delhi-110095

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2018

(Amount in ₹)

PARTICULARS	31 March 2018	31 March 2017
A. Cash flow from operating activities:		
Profit / (loss) before tax	3,69,752	93,813
Adjustments for:		
Depreciation and amortisation expense	-	-
Leasehold prepayments amortisation	-	-
Interest income	-	-
Finance cost	-	-
(Profit) / loss on sale of investments	-	-
Gain on mark to market of investment	-	-
(Profit) / loss on sale of property, plant and equipment (net)	-	-
Net (gain) / loss on foreign currency transactions and translation	-	-
Provision for capital work in progress	-	-
Deferred Government grant transferred	-	-
Operating Profit Before Working Capital Changes	3,69,752	93,813
Adjustments for:		
(Increases)/Decreases in Investment	40,00,000	-
(Increases)/Decreases in Inventories	(10,07,750)	-
(Increases)/Decreases in Other Assets	(3,18,35,481)	(1,35,000)
(Increases)/Decreases in trade payables	-	16,80,988
(Increases)/Decreases in Trade Receivables	(6,000)	-
(Increases)/Decreases in Short Term loans & Advances	-	1,34,97,322
(Increases)/Decreases in Other liabilities	2,84,06,523	-
(Increases)/Decreases in Provision	66,224	-
	(3,76,484)	1,50,43,310
Cash Generated from Operations	(6,732)	1,51,37,123
Net Income tax (paid) / refunds	95,211	28,988
Net Cash from Operated Activities (A)	(1,01,943)	1,51,08,135
B. Cash flow from investing activities:		
Capital expenditure on property, plant and equipments including capital advances	-	-
Sale of property, plant and equipments	-	-
Purchases of investments	-	(2,34,25,697)
Sale of investments	-	-
Interest received	-	-
Bank balances not considered as cash and cash equivalents		
- Deposits placed	-	-
- Deposits matured	-	-
Net Cash used in Investing Activities (B)	-	(2,34,25,697)
C. Cash flow from financing activities:		
Proceeds from long-term borrowings	-	-
Proceeds from short term borrowings	-	-
Repayment of long-term borrowings	-	-
Repayment of short-term borrowings	-	-
Interest and finance charges paid	-	-
Net Cash used in Investing Activities (C)	-	-
Net Increase/(Decrease) in cash and cash equivalents (A+B+C)	(1,01,943)	(206,25,485)
Cash & Cash Equivalents as at beginning of the year	4,63,496	87,81,058
Cash & Cash Equivalents as at Closing of the Year	3,61,553	4,63,496

See accompanying note nos. 1 to 27 forming part of the financial statements in terms of our report attached of the even date.

For and on behalf of the Board of Directors
Tridev Infraestates Limited

for : Moon And Company
(Chartered Accountants)
FRN.: 024693N

Dated : May 28, 2018
Place : New Delhi

Sunil Kumar Agarwal
(Managing Director)
DIN - 00033287

Khushboo Agarwal
(Director)
DIN - 07659764

Amit Aggarwal
(C.F.O)

CA. Moon Goyal
(Partner)
M.No. 523034

Statement of Changes in Equity for the year ended March 31, 2018

A Equity share capital (Amount in ₹)

Particulars	As at March 31, 2018	
Equity shares of Rs. 10 each issued, subscribed and fully paid:	Number of shares	Rupees
As at April 1, 2016	65,25,400	6,52,54,000.00
As at March 31, 2017	65,25,400	6,52,54,000.00
As at March 31, 2018	65,25,400	6,52,54,000.00

B Other equity

Particulars	Reserve and Surplus				Total Reserves
	Reserve Fund	Retained Earnings	Security Premium	General Reserve	
Balance as at April 1, 2016	-	(1,91,31,027)	-	-	(1,91,31,027)
Profit for the year	-	64,825	-	-	64,825
Other comprehensive income / (loss) for the year ³	-	-	-	-	-
Total comprehensive income / (loss) for the year	-	(1,90,66,202)	-	-	(1,90,66,202)
Transferred (from) / to Reserve Fund	-	-	-	-	-
Income tax refund	-	-	-	-	-
Balance as at April 1, 2017	-	(1,90,66,202)	-	-	(1,90,66,202)
Profit for the year	-	2,74,541	-	-	2,74,541
Other comprehensive income / (loss) for the year ³	-	-	-	-	-
Total comprehensive income / (loss) for the year	-	(1,87,91,661)	-	-	(1,87,91,661)
Transferred (from) / to Debenture Redemption Reserve	-	-	-	-	-
Balance as at March 31, 2018	-	(1,87,91,661)	-	-	(1,87,91,661)

See accompanying note nos. 1 to 27 forming part of the financial statements
In terms of our report attached of the even date

For and on behalf of the Board of Directors
Tridev Infraestates Limited

for : Moon And Company
(Chartered Accountants)
FRN.: 024693N

Sunil Kumar Agarwal
(Managing Director)
DIN - 00033287

Khushboo Agarwal
(Director)
DIN - 07659764

Amit Aggarwal
(C.F.O)

CA. Moon Goyal
(Partner)
M.No. 523034

Dated : May 28, 2018
Place : New Delhi

Statement of Changes in Equity for the year ended March 31, 2018

(Amount in ₹)

Particulars	March 31, 2018		March 31, 2017		April 1, 2016
	Number of Shares	Amount	Number of Shares	Amount	
4. Other non-current assets					
Unsecured, considered good					
Advance against immovable property		1,50,00,000		2,50,00,000	-
Capital advances		-		-	-
Prepaid expenses		-		-	-
Loan & Advances		6,01,16,000		1,83,95,000	3,18,92,322
Claims and other receivables		-		-	-
Security deposits		-		-	-
Total		11,55,50,491		9,64,68,164	14,55,32,548
5. Inventories					
a) Raw materials Goods-in transit		-		-	-
b) Work-in-progress Goods-in transit		-		-	-
c) Finished goods		10,07,750		-	-
Total		10,07,750		-	-
6. Investments					
Investment in equity share of subsidiary company					
Pankhuni Infrastructure Limited		-		20,00,000	-
Vishikh Real Estate Limited		-		20,00,000	-
JBD Tradecom Limited		-		-	10,00,000
Credence Nirman Limited		-		-	10,00,000
Aglow Steels Limited		-		-	25,00,000
Other than Trade-Unquoted		-		-	10,74,303
Total		-		40,00,000	55,74,303
7. Financial assets - current : Trade receivable					
Unsecured, considered good					
Trade receivable		6,000		-	-
Total		6,000		-	-
8. Financial assets - Current : Cash and cash					
Cash on hand		2,45,211		4,05,826	2,01,826
Balances with banks		1,16,342		57,670	85,79,232
Total		3,61,553		4,63,496	87,81,058
9. Other Current Assets					
Unsecured, considered good					
Short term loans & Advances		-		-	-
Prepaid expenses		-		-	-
Claims and other receivables (refer note 9(2)(a))		-		-	-
Balances with Statutory / Government authorities		3,92,771		2,78,290	1,43,290
Export incentives receivables		-		-	-
Leashold land prepayments		-		-	-
Total		3,92,771		2,78,290	1,43,290
10. Share Capital					
Particulars	March 31, 2018		March 31, 2017		
	Number of Shares	Amount	Number of Shares	Amount	
a) Authorised Share Capital					
Opening / Closing balance (equity shares of Rs.10 each)	80,00,000	8,00,00,000	80,00,000	8,00,00,000	
Total	80,00,000	8,00,00,000	80,00,000	8,00,00,000	
b) Issued, subscribed and fully Paid up					
Opening / Closing balance (equity shares of Rs.10 each)	65,25,400	6,52,54,000	65,25,400	6,52,54,000	
Total	65,25,400	6,52,54,000	65,25,400	6,52,54,000	

Statement of Changes in Equity for the year ended March 31, 2018

c) Details of shares held by each shareholder holding more than 5% shares	March 31, 2018		March 31, 2017	
	Number of Shares	% of Holding	Number of Shares	% of Holding
Atul Kumar Agarwal	4,39,000	6.73	4,39,000	6.73
Sunil Kumar Agarwal	3,33,170	5.11	3,33,170	5.11
Venus Insec Private Limited	4,31,100	6.61	4,31,100	6.61
Surya Medi-tech Limited	6,59,325	10.10	6,59,325	10.10
Pravith India Advisors Private Limited (Formerly Known as N D Financial Services Private Limited)	5,27,362	8.08	5,27,362	8.08
Shridhar Financial Services Limited	4,23,571	6.49	4,23,571	6.49
				(Amount in ₹)
Particulars		March 31, 2018		March 31, 2017
11. Reserve & Surplus				
General Reserve				
Opening Balance of Profit & Loss A/c		(1,90,66,202)		(1,91,31,027)
Add: Current year Profit & loss A/c		2,74,541		64,825
Total		(1,87,91,661)		(1,90,66,202)
				(Amount in ₹)
Particulars	March 31, 2018	March 31, 2017		April 1, 2016
12. Financial liabilities - Current : Other Financial liabilities				
Current maturities of long term borrowings	-	-		-
Interest accrued but not due on borrowings	-	-		-
Derivative Financial instruments	-	-		-
Capital creditors	-	-		-
Dues to related parties (refer note 27)	3,02,42,873	19,00,000		-
Deposits from vendors and others	-	-		-
Total	3,02,42,873	19,00,000		-
13. Other Current liabilities				
Deferred government grants	-	-		-
Statutory liabilities	-	-		-
Other liabilities	83,650	20,000		2,68,000
Advance from customers	-	-		-
Total	83,650	20,000		2,68,000
14. Provisions				
Provision for Income Tax	95,211	28,988		-
Total	95,211	28,988		-
				(Amount in ₹)
Particulars		March 31, 2018		March 31, 2017
15. Revenue from operations				
Sale of products (gross)		9,99,21,921		9,42,000
Revenue from operation (gross)		9,99,21,921		9,42,000
16. Other income				
Interest Income		14,34,718		13,50,000
Miscellaneous receipts		-		698
Total		14,34,718		13,50,698
17. Changes in inventories of finished goods and work-in-progress				
Opening inventories		-		-
Closing inventories		10,07,750		-
Total		(10,07,750)		-
18. Employee benefits expense				
Salaries and wages		5,10,000		3,40,000
Staff welfare expenses		-		55,000
Total		(10,07,750)		-

Statement of Changes in Equity for the year ended March 31, 2018

Particulars	(Amount in ₹)	
	March 31, 2018	March 31, 2017
19. Finance cost		
Interest expense	2,28,122	-
Other borrowing cost forward premium	190,	129
Net loss on foreign currency transaction and translation (considered as finance cost)	-	-
Total	2,28,312	129
20. Other expenses		
Advertisement Expenses	16,716	-
AGM expenditure	1,05,000	1,25,000
Auditors fee	20,000	20,000
CDSL	31,776	-
General Expenses	3,82,915	2,904
Legal & Professional Fee	13,900	-
Listing Fee	2,88,336	2,29,000
NSDL Expenses	25,876	57,276
Other Expenses	10,773	-
Professional fee	21,240	-
SEBI charges	231	-
ROC Charges	15,200	-
Secretarial Exp.	15,000	15,000
Service Tax	869	-
Share Transaction Diff Account	21,919	3,25,000
Share Transfer expenses	1,59,680	1,000
STT	1,15,290	-
Turnover Tax	3,761	-
Printing & Stationery	-	8,398
Total	12,48,482	7,83,578
21. Contingent Liabilities and commitments		
Guarantee given by bank	Nil	Nil
Income Tax matter in dispute	Nil	Nil
22. Obligation & Commitments outstanding		
a) Estimated Value of contracts remaining to be executed	Nil	Nil
b) Bill Discounted with Bank	Nil	Nil
22. a) The response to letters sent by the Company requesting confirmation of balances has been insignificant. In the management's opinions, adjustment on reconciliation of the balances, if any required, will not be material in relation to the financial statements of the company and the same will be adjusted in the financial statements as and when the confirmations are received and reconciliations are completed.		
b) Inventories, loans & advances, trade receivables and other current / non-current assets are reviewed annually and in the opinion of the management do not have a value on realization in the ordinary course of business, less than the amount at which they are stated in the balance sheet.		
24. The company operates in a two type of business i.e. Income form Shares & Interest Income and Single geographical segment i.e. with in India Accordingly no seprate disclosures for primary Business and Second Geographical segment are required.		
25. Payments to auditors		
As Auditor - for statutory audit and limited review For other services	20,000	20,000
Total	20,000	20,000
26. Earnings per share (EPS)		
Net profit / (loss) after tax for the year (Rs. in crores)	274,541	64,825
Weighted number of ordinary shares for basic EPS	6,525,400	6,525,400
Nominal value of ordinary share (in Rs. per share)	10	10
Basic and Diluted earnings for ordinary shares (in Rs. per share)	0.042	0.010

Statement of Changes in Equity for the year ended March 31, 2018

27. RELATED PARTY DISCLOSURES

A Names of related parties and description of relation :

- (i) Holding companies : Nil
- (ii) Subsidiary companies : Nil
- (iii) Related Parties Other than Holding Companies with whom transactions have place during the year
- (a) Fellow subsidiaries : Nil
- (b) Other related parties
Abhinav Leasing And Finance Ltd, Aglow Financial Services Pvt Ltd, Sarnimal Investment Limited, Midas Global Securities Pvt. Ltd, Sudhir Agarwal & Associates, Svam Software Limited, Avika Developers Private Limited (Formerly Known as Sai Baba Finvest Pvt Ltd.), Chirishmatic Developers Private Ltd, Shridhar Financial Services Limited
- (iv) Key Management Personal : Atul Kumar Agarwal, Sunil Kumar Agarwal, Amit Aggarwal, Kushboo Agarwal, Ankit Kumar Agarwal

B Transactions with related parties for the year ended March 31, 2018

(Amount in ₹)

Interest expenses

Aglow Financial Services Pvt. Ltd.	1,28,351
Sai Baba Finvest Pvt Ltd.	99,771
Total	2,28,122

Interest Income

Abhinav Leasing & Finance Ltd	75,134
Chirismatic Developers Pvt Ltd	8,263
Sarnimal Investment Limited	1,86,027
Shridhar Financial Services Limited	1,75,430
Svam Software Limited	26,986
Total	4,71,840

Sale

Midas Global Securities Pvt Ltd	1,54,21,851
Total	1,54,21,851

Purchase

Midas Global Securities Pvt Ltd	9,98,67,842.61
Total	9,98,67,842.61

27 First time adoption of Ind AS

These are the Company's first financial statements prepared in accordance with Ind AS. The accounting policies set out in note 2 and note 3 have been applied in preparing the financial statements for the year ended 31 March 2018, the comparative information presented in these financial statements as at and for the year ended 31 March 2017 and in the preparation of the opening Ind AS balance sheet at 1 April 2016 (the Company's date of transition). In preparing its opening Ind AS balance sheet, the Company has adjusted the amounts reported previously in financial statements prepared in accordance with the accounting standards notified under section 133 of the Companies Act, 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 ('previous GAAP' or 'Indian GAAP'). An explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows is set out in the following tables and notes.

- a) The Company has applied Ind AS 16 retrospectively for its property, plant and equipments, from the date of their acquisition.
- b) Ind AS 101 First-time Adoption of Indian Accounting Standards allows first-time adopters certain exemptions from retrospective application of certain requirements under Ind AS. The Company has availed the following exemption:
For its Long Term Foreign Currency Monetary Items, the Company has opted to continue its Indian GAAP policy for accounting of exchange differences arising from the translation of long-term foreign currency monetary items recognized in the Indian GAAP financial statements upto and for the year ended March 31, 2018. Accordingly exchange differences, arising on translation/settlement of long-term foreign currency monetary items acquired before 1 April 2018, pertaining to the acquisition of a depreciable asset, are adjusted to the cost of the assets.
- c) **Reconciliations between previous GAAP and Ind AS**
Ind AS 101 requires an entity to reconcile equity, total comprehensive income and cash flows for prior periods, The Company does not have any reconciliations from erstwhile Indian GAAP to Ind AS.
- d) **Standard issued but not yet effective**
In March 2017, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2017, notifying amendments to Ind AS 7, 'Statement of cash flows' and Ind AS 102, 'Share-based payment.' The amendments are applicable to the Company from 1 April, 2017.

Amendment to Ind AS 7:

The amendment to Ind AS 7 requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balances sheet for liabilities arising from financing activities, to meet the disclosure requirement.

The company is evaluating the requirements of the amendment and its impact on its cash flows, which are not expected to be material.

Amendment to Ind AS 102:

The amendment to Ind AS 102 provides specific guidance to measurement of cash-settled awards, modification of cash-settled awards and awards that include a net settlement feature in respect of withholding taxes.

It clarifies that the fair value of cash-settled awards is determined on a basis consistent with that used for equity-settled awards. Market-based performance conditions and non-vesting conditions are reflected in the 'fair values', but non-market performance conditions and service vesting conditions are reflected in the estimate of the number of awards expected to vest. Also, the amendment clarifies that if the terms and conditions of a cash-settled share-based payment transaction are modified with the result that it becomes an equity-settled share based payment transaction, the transaction is accounted for as such from the date of the modification. Further, the amendment requires the award that include a net settlement feature in respect of withholding taxes to be treated as equity-settled in its entirety. The cash payment to the tax authority is treated as if it was part of an equity settlement.

The Company does not have any scheme of share based payments and hence the requirements of the amendment will not have any impact of the financial statement.

1. COMPANY OVERVIEW

Tridev Infraestate Limited (formerly known as Ashutosh Paper Mills Limited), incorporated in 1988, is a Small Cap company (having a market cap of Rs 6.53 Cr) operating in finance sector. It is primarily engaged in trading business in India. It is classified as non-govt Company and is registered at Registrar of Companies, Delhi. The company is involved in the business of sale and purchase of commodities. It trades in shares, stocks, debentures, bonds, securities, futures, options and other investments of the primary and secondary market.

In addition, it imports and exports various goods, materials, commodities, and products.

2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS**a) Basis of preparation and compliance with Ind AS**

- (i) For all periods up to and including the year ended March 31, 2018, the Company prepared its financial statements in accordance with Generally Accepted Accounting Principles (GAAP) in India and complied with the accounting standards (Previous GAAP) as notified under Section 133 of the Companies Act, 2013 read together with Rule 7 of the Companies (Accounts) Rules, 2014, as amended, to the extent applicable, and the presentation requirements of the Companies Act, 2013.

In accordance with the notification dated February 16, 2015, issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (Ind AS) notified under Section 133 read with Rule 4A of Companies (Indian Accounting Standards) Rules, 2015, as amended, and the relevant provisions of the Companies Act, 2013 (collectively, "Ind AS") with effect from April 1, 2018 and the Company is required to prepare its financial statements in accordance with Ind AS for the year ended March 31, 2018. These financial statements as and for the year ended March 31, 2018 (the "Ind AS Financial Statements") are the first financial statements, the Company has prepared in accordance with Ind AS.

- (ii) The Company had prepared a separate set of financial statements for the year ended March 31, 2017 and March 31, 2016 in accordance with the Accounting Standards referred to in section 133 of the Companies Act, 2013 (the "Audited Previous GAAP Financial Statements"), which were approved by the Board of Directors of the Company on May 29, 2017 and May 30, 2016 respectively. The management of the Company has compiled the Special Purpose Comparative Ind AS Financial Statements using the Audited Previous GAAP Financial Statements and made required Ind AS adjustments. The Audited Previous GAAP Financial Statements, and the Special purpose Comparative Ind AS Financial Statements, do not reflect the effects of events that occurred subsequent to the respective dates of approval of the Audited Previous GAAP Financial Statements.
- (iii) The Company has followed the provisions of Ind AS 101-"First Time adoption of Indian Accounting Standards" (Ind AS 101), in preparing its opening Ind AS Balance Sheet as of the date of transition, i.e. April 1, 2016. In accordance with Ind AS 101, the Company has presented reconciliations of Shareholders' equity under Previous GAAP and Ind AS as at March 31, 2017, and April 1, 2016 and of the Profit/ (Loss) after Tax as per Previous GAAP and Total Comprehensive Income under Ind AS for the year ended March 31, 2018.

- (iv) These financial statements were approved for issue by the Board of Directors on May 28, 2018

b) Basis of measurement

The Ind AS Financial Statements have been prepared on a going concern basis using historical cost convention and on an accrual method of accounting, except for certain financial assets and liabilities, including derivative financial instruments.

Tridev Infraestates Limited

CIN. L21012DL1988PLC033812

Notes forming parts of Balance Sheet and Statement of Profit & Loss

3. Summary of Significant accounting policies.

a. Use of Estimates

In preparation of the financial statements, the Company makes judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources, The estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

b. Revenue Recognition

Revenue is recognised for amounts the Company expects to be entitled to in exchange for transferring promised goods and services to a customer excluding amounts collected on behalf of third parties e.g. sales tax, Revenue from contracts with customers is recognised when the Company satisfies the performance obligation identified in the contract through transfer of control of the promised goods and Contract with a customer is accounted for when all the following criteria are met:

- the parties to the contract have approved the contract and are committed to perform their respective obligations;
- each party's rights regarding the goods or services to be transferred are identifiable.
- payment terms for the goods or services to be transferred are identifiable;
- The contract has commercial substance (i.e. the risk, timing or amount of the entity's future cash flows is expected to change as a result of the contract); and
- It is probable that the entity will collect the consideration to which it is be entitled in exchange for the goods or services that will be transferred to the customer.

Service income

Revenue from service transaction is usually recognised as the service is performed on conversion of customer's material by the percentage completion method. Processing charges include freight and packaging charges but are net of service tax.

Interest Income

Interest income from a financial assets is recognised when it is probable that economic benefits will flow to the Company and the amount of income can be measure reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and the effective interest rate applicable which is the rate exactly discounts estimated future cash receipts through the expected life of the financial asset to the asset's net carrying amount on initial recognition.

Dividend income

Dividend income from investments is recognised when the shareholder's rights to receive payment have been established.

c. Inventories

Finished goods is valued at lower of cost or net realisable value. Net realisable value is the price at which the inventories can be realised in the normal course of business after allowing for the cost of conversion from their existing state to a finished condition and for the cost of marketing, selling and distribution.

d. Investments

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 in the opinion of the management. The Current investments are stated at

lower of cost or quoted / fair value market value computed category wise.

e. Fixed, Intangible Assets & Borrowing Cost

Company having no any Tangible Fixed Assets.

f. Cash & Cash equivalent

Cash and Cash equivalents comprise cash and cash or deposit with banks and corporations. The company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

g. Employee Benefits

Company is not liable for any P.F. and Gratuity.

h. Accounting for taxes for income

Deferred Tax :- Deferred tax is provided on timing differences between tax and accounting treatments that originate in one period and are expected to be reversed or settled in subsequent period. Deferred tax assets and liabilities are measured using the enacted/ substantively enacted tax rate for continuing operations. Adjustment of deferred tax liability attributable to change in tax rate is shown in the statement of profit and loss as a part of the deferred tax adjustment for the year.

i. Provisions and Contingent Liabilities

Provisions are recognised in the balance sheet when the Company has a present obligation (legal or constructive) as a result of a past event, which is expected to result in an outflow of resource embodying economic benefits which can be reliably estimated. Each provision is based on the best estimate of the expenditure required to settle the present obligation at the balance sheet date. When appropriate, provisions are measured on a discounted basis.

Constructive obligation is an obligation that derives from an entity's actions where:

- (a) by an established pattern of past practice, published policies or a sufficiently specific current statement, the entity has indicated to other parties that it will accept certain responsibilities; and
- (b) as a result, the entity has created a valid expectation on the part of those other parties that it will discharge those responsibilities.

When some or all of the economic benefits required to settle a provisions are expected to be recovered from a third party, receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

k. Financial liabilities and equity instruments

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Financial Liabilities

Trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, using the effective interest rate method.

Interest-bearing bank loans, overdrafts and issued debt are initially measured at fair value and are subsequently measured at amortised cost, using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in accordance with Company's accounting policy for borrowing costs.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire,

Foreign exchange gains and losses

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gain or losses and is recognised in the statement of profit and loss.

Derivative financial instruments and hedge accounting

In the ordinary course of business, the Company uses certain derivative financial instruments to reduce business risks which arise from its exposure to foreign exchange and interest rate fluctuations. The instruments are confirmed principally to forward foreign exchange contracts, cross currency swaps and interest rate swaps. The instruments are employed as hedge of transactions included in the accounts or for highly probable forecast transaction/ firm contractual commitments. These derivatives contracts do not generally extend beyond 12 months, except for certain interest rate swaps and cross currency interest rate swaps.

Derivatives are initially accounted for and measured at fair value from the date the derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. The fair values for forward currency contracts, interest rate swaps are marked to market at the end of each reporting period. The Company adopts hedge accounting for forward and interest rate contracts wherever possible. At the inception of each hedge, there is a formal, documented designation of the hedging relationship. This documentation includes, inter alia, items such as identification of the hedge item or transaction and the nature of the risk being hedged. At inception each hedge is expected to be highly effective in achieving an offset of changes in fair value or cash flows attributable to the hedged risk. The effectiveness of hedge instruments to reduce the risk associated with the exposure being hedged is assessed and measured at the inception and on an ongoing basis. The ineffective portion of designated hedged are recognised immediately in the Statement of Profit and Loss.

When hedge accounting is applied:

- for fair value hedges of recognised assets and liabilities, changes in fair value of the hedged assets and liabilities attributable to the risk. In cases where hedge accounting is not applied, changes in the fair value of derivatives are recognised in the Statement of Profit and Loss as they arise.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or no longer qualifies for hedge accounting. At that time, any cumulative gain or loss on the hedging instrument recognised in equity is retained in equity until the forecasted transaction occurs. If a hedged transaction is no longer expected to occur, the net cumulative gain or loss recognised in equity is transferred to the Statement of Profit and Loss for the period.

Certain components, such as terms and conditions, embedded in financial instruments or other host contracts are accounted for as separate derivatives and carried at fair value. These components are separately accounted for when their risks and characteristics are not closely related to those of the host contract, the host contract itself is not carried at fair value with gains or losses reported in the Statement of Profit and Loss, and where a separate instruments with the same terms as the embedded component would itself meet the definition of a derivative.

j. Earnings Per Share

Basic earnings per share is computed by dividing profit or loss attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The Company did not have any potentially dilutive securities in any of the periods presented.

TRIDEV INFRAESTATES LIMITED

(formerly Ashutosh Paper Mills Ltd.)

CIN. L21012DL1988PLC033812

Regd. Office: 269 G/F, Triveni Apartment Swyam Sewa Cghs Limited, Jhilmil Colony, Delhi-110095

Email ID: ashutoshpapermills@gmail.com, Website: www.tridevinfraestates.in

NOTICE

Notice is hereby given that the Annual General Meeting of the Members of TRIDEV INFRAESTATES LIMITED (CIN L21012DL1988PLC033812) will be held on the day Friday, 28th September, 2018 at 12.00 P.M. at, "Hotel Aura Grand Residency" at 439, Jagriti Enclave, Vikas Marg, Delhi-110092 to transact the following business:

ORDINARY BUSINESS:-

1. To receive, consider and adopt the Audited Accounts for the year ended 31st March, 2018 and the Auditors and Directors Report thereon.
2. To appoint a Director in place of Ms. Khushboo Agarwal (DIN 07659764), who retires by rotation and being eligible offers herself for re-appointment.

SPECIAL BUSINESS:-**3. APPOINTMENT OF MR. ANKIT KUMAR AGARWAL AS A INDEPENDENT DIRECTOR:-**

To consider and, if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to Section 149, 152, 160, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, Mr. Ankit Kumar Agarwal (DIN 07962230), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 5th December, 2017 and who holds office till the date of the AGM, in terms of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a requisite notice in writing under Section 160 of the Companies Act, 2013, proposing Mr. Ankit Kumar Agarwal, as a candidate for the office of a Director of the Company, be and is hereby appointed as an Independent Director of the Company with effect from 28th September, 2018 for a consecutive period of 5 years, not liable to retire by rotation."

4. APPOINTMENT OF MRS. AMBIKA AGARWAL AS A INDEPENDENT DIRECTOR:-

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

"**RESOLVED THAT** pursuant to Section 149, 152, 160, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, Mrs. Ambika Agarwal (DIN 07082863), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 13th August, 2018 and who holds office till the date of the AGM, in terms of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a requisite notice in writing under Section 160 of the Companies Act, 2013, proposing Mrs. Ambika Agarwal as a candidate for the office of a Director of the Company, be and is hereby appointed as an Independent Director of the Company with effect from 28th September, 2018 for a consecutive period of 5 years, not liable to retire by rotation."

5. APPROVAL FOR RELATED PARTY TRANSACTIONS:-

To consider and, if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 and all other applicable provisions, if any, of the companies Act, 2013 (the Act) read with the companies (Meeting of

Meetings of board and its powers) Rules, 2014 and read with the regulation 23 of SEBI (Listing Obligations Disclosure Requirements) Regulations 2015 consent of the members be and is hereby accorded to the Board of directors of the Company to enter into the contracts and/or arrangements with the following related parties and its associate companies as defined under the Act, with respect to sale, purchase or supply of any goods or material, selling or otherwise disposing of or buying, leasing of property of any kind, availing or rendering of any services or any other transactions of whatever nature, giving and taking of ICD's creation of secured charges with the following Related Parties and its associates on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and all the Related Parties upto maximum amount not exceeding ₹ 150 Crores. The Company hereby approves, ratifies and confirms the said agreements/ transactions entered into with the related parties as defined under the act, Rules made thereunder and SEBI (LODR), regulations with effect from 1st April, 2018 as below given limits:-

S. No.	Name of Related Party	Period of Contract	Particulars of Contract	Expected Maximum Value of Transaction Per Annum W.E.F. 1st April 2018 (₹ in Crore)
1.	Aglow Financial Services Private Limited	1 st April, 2018 to 31 st March 2021	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/ given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	150.00
2.	Midas Commodities Private Limited	1 st April, 2018 to 31 st March 2021	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/ given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
3.	Midas Global Securities Limited	1 st April, 2018 to 31 st March 2021	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/ given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
4.	Salora Capital Limited	1 st April, 2018 to 31 st March 2021	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/ given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
5.	Sarnimal Investment Limited	1 st April, 2018 to 31 st March 2021	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/ given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
6.	Shridhar Financial Services Limited	1 st April, 2018 to 31 st March 2021	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/ given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
7.	Svam Software Limited	1 st April, 2018 to 31 st March 2021	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/ given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
8.	Avika Developers Private Limited	1 st April, 2018 to 31 st March 2021	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/ given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
9.	Chrismatic Developers Private Limited	1 st April, 2018 to 31 st March 2021	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/ given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
10.	Abhinav Leasing and Finance Limited	1 st April, 2018 to 31 st March 2021	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/ given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	

RESOLVED FURTHER THAT approval of the members be and is hereby accorded to the Board of Director

(which expression shall include the Audit Committee or any other committee thereof for the time being exercising the powers conferred by this resolution) to approve the transactions and the terms and conditions with any of the aforesaid related party/ies and to take such steps as may be necessary for giving effect to this resolution and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution for the purpose of giving effect to this Resolution.”

6. ALTERATION IN MEMORANDUM OF ASSOCIATION:-

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions, if any of the Companies Act, 2013, and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to the confirmation of the Registrar of Companies, Delhi and Haryana, and subject to all the applicable laws and regulations, including but not limited to SEBI (LODR) Regulations, 2015, if any, the approval of the Members be and is hereby granted approval for alteration of the Object Clause in the Memorandum of Association of the Company by inserting Clause 4. after existing Clause 3. in the **“THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE”** as follows:

“4. To carry on business of trading, buying, selling, underwriting, investing, acquiring and holding of shares, stocks, debentures, debenture stock, bonds, obligation, commodities, futures or securities of any kind, of companies whether public, state or government or of body corporate or any other entities whether in India or elsewhere either singly or jointly whether in India or elsewhere in any manner on any Stock Exchange, National Stock Exchange (including Commodity Market) or any other online trading medium Exchange, if any”.

“FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, any Director of the Company be and is hereby authorized, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form as return of appointment with the Registrar of Companies, NCT of Delhi and Haryana.”

**By the order of Board of directors
Tridev Infraestates limited**

**Place: Delhi
Date: 01.09.2018**

**Sunil Kumar Agarwal
Managing Director**

NOTES:-

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE MEETING / AGM) 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.**
- 2. THE INSTRUMENT APPOINTING A PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTYEIGHT (48) HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM FOR THE MEETING IS ATTACHED TO THIS NOTICE.**
- 3. A PERSON CAN ACT AS PROXY ON BEHALF OF NOT EXCEEDING FIFTY (50) MEMBERS AND HOLDING IN AGGREGATE NOT MORE THAN TEN (10) PER CENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER, HOLDING MORE THAN TEN (10) PER CENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS, MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER MEMBER.**
- 4. Register of members and share transfer books will be closed from Saturday 22nd September, 2018 to**

- Friday 28th September, 2018** (both the days inclusive).
5. Members are requested to please notify immediately any change in their addresses to the company.
 6. Members/proxies should bring the attendance slip duly filled in for attending the meeting.
 7. Mr. Amit Kumar (M. No. 518735) Chartered Accountant in whole time practice, has been appointed as Scrutinizer for the purpose of Postal Ballot Process.
 8. 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.
 9. 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, Skyline Financial Services (P) Limited at D-153A, Okhla Industrial Area, Phase-I, Delhi 110020, Ph-011-26812682
 - 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.
 10. Member holding shares in physical form are requested 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.
 11. 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.

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

ITEM NO. 3

The Company had, pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, appointed Mr. Ankit Kumar Agarwal, as Additional Director in Independent category, in compliance with the requirements of provisions of section 149 of the Companies Act, 2013 and other applicable laws.

Mr. Ankit Kumar Agarwal, non-executive directors of the Company, has 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, he fulfills the conditions specified in the Act and the Rules framed thereunder 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.

ITEM NO. 4

The Company had, pursuant to the provisions of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, appointed Mrs. Ambika Agarwal, as Additional Director in Independent category, in compliance with the requirements of provisions of section 149 of the Companies Act, 2013 and other applicable laws.

Mrs. Ambika Agarwal, non-executive directors of the Company, has 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, she fulfills the conditions specified in the Act and the Rules framed thereunder 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.

ITEM NO. 5

Pursuant to Section 188 of the Companies Act, 2013, the Company can enter into transactions which are in the ordinary course of business and/or are on arm's length basis. Transactions that do not satisfy these criteria can be carried out only with the approval of the shareholders accorded by way of a ordinary resolution. Though all the transactions with the related parties mentioned under the resolution in Item No.5 are in the ordinary course of business and are at arm's length basis. As per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, has made it mandatory that all material Related Party Transactions (i.e., the transaction/transactions to be entered into individually or taken together with previous transactions during a financial

year, exceeds ten percent of the annual consolidated turnover of the company as per the last audited financial statements of the company) shall require approval of the shareholders by way of a ordinary resolution. The Board of Directors of the Company in their meetings held on 1st September, 2018 have approved the transactions given in Item No.5 of the Notice. However, since these transactions, though may be on arm's length basis and also may be in the ordinary course of business, yet as an abundant caution, it is proposed to seek approval of members by passing a ordinary Resolution pursuant to Section 188 read with rules made thereunder and as per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

S.No.	Name of Related Party	Nature of Interest or Concern
1.	Aglow Financial Services Private Limited	Mr. Atul Kumar Agarwal is Common Director in Aglow Financial Services Private Limited and Tridev Infraestates Limited.
2.	Midas Commodities Private Limited	Mr. Atul Kumar Agarwal is Common Director in Midas Commodities Private Limited and Tridev Infraestates Limited.
3.	Midas Global Securities Limited	Mr. Atul Kumar Agarwal is Common Director in Midas Global Securities Limited and Tridev Infraestates Limited.
4.	Salora Capital Limited	Mr. Sudhir Kumar Agarwal is Director in Salora Capital Limited, who is relative of Mr. Atul Kumar Agarwal, a director in Tridev Infraestates Limited.
5.	Sarnimal Investment Limited	Mr. Amit Aggarwal is Common Director in Sarnimal Investment Limited and Tridev Infraestates Limited. As well as Mr. Sudhir Kumar Agarwal is Director in Sarnimal Investment Limited, who is relative of Mr. Atul Kumar Agarwal, a director in Tridev Infraestates Limited.
6.	Shridhar Financial Services Limited	Mr. Sudhir Kumar Agarwal is Director in Shridhar Financial Services Limited, who is relative of Mr. Atul Kumar Agarwal, a director in Tridev Infraestates Limited.
7.	Svam Software Limited	Mr. Sudhir Kumar Agarwal is Director in Svam Software Limited, who is relative of Mr. Atul Kumar Agarwal, a director in Tridev Infraestates Limited.
8.	Avika Developers Private Limited	Mr. Sunil Kumar Agarwal and Ms. Khushboo Agarwal are shareholders of Avika Developers Private Limited, who is Director in Tridev Infraestates Limited.
9.	Chrismatic Developers Private Limited	Mr. Sudhir Kumar Agarwal is Director in Chrismatic Developers Private Limited, who is relative of Mr. Atul Kumar Agarwal, a director in Tridev Infraestates Limited.
10.	Abhinav Leasing and Finance Limited	Mr. Atul Kumar Agarwal is Common Director in Abhinav Leasing and finance Limited and Tridev Infraestates Limited.

ITEM NO. 6

The income derived from the trading of shares and securities as on 31st March, 2018 is more that the main objects of the company. Hence, as per provisions of Companies Act, 2013 and other applicable rules thereof, has decided to insert the Clause 4. after existing Clause 3. in "THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATIONARE" subject to approval of members in the General Meeting, as:-

- "4. To carry on business of trading, buying, selling, underwriting, investing, acquiring and holding of shares, stocks, debentures, debenture stock, bonds, obligation, commodities, futures or securities of any kind, of companies whether public, state or government or of body corporate or any other entities whether in India or elsewhere either singly or jointly whether in India or elsewhere in any manner on any Stock Exchange, National Stock Exchange (including Commodity Market) or any other online trading medium exchange, if any".

The Board of Directors recommend passing of the Special Resolution as contained in the Notice a copy of the Memorandum of the Company together with the proposed alterations would be available for inspection by the members at the Registered Office of the Company.

None of the Directors and Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 6.

**Details of Directors seeking appointment / re-appointment in Annual
General Meeting**

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of Director	DIN	Date of Birth	Date of Appointment	Qualification & Experience	No. of shares held in company	List of outside directorship
Ankit Kumar Agarwal	07962230	24/04/1989	05/12/2017	Graduate and vast knowledge of finance and Management skill	NIL	<ol style="list-style-type: none"> 1. Abhinav Leasing and Finance Limited 2. Svam Software Limited
Ambika Agarwal	07082863	23/12/1981	13/08/2018	Graduate and vast knowledge of Legal Field with Experience of eight (8) Years.	NIL	<ol style="list-style-type: none"> 1. Sarnimal Investment Limited 2. Svam Software Limited

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 Mr. Amit Kumar (M. No. 518735) Chartered Accountant in whole time Practice 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 favor 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:

1. The voting period begins on 25th September, 2018 (9.00 A.M.) and ends on 27th September, 2018 (5.00 P.M.). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 21st September, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
2. The shareholders should log on to the e-voting website www.evotingindia.com.
3. Click on Shareholders / Members
4. 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.
5. Next enter the Image Verification as displayed and Click on Login.
6. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
7. If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field.
Dividend Bank Details# OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

8. After entering these details appropriately, click on "SUBMIT" tab.
 9. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 10. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
 11. Click on the EVSN - 180907041 of Ashutosh Paper Mills Limited on which you choose to vote.
 12. 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.
 13. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
 14. 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.
 15. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
 16. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
 17. If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 18. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
 19. Note for Non – Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 20. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
 21. Pursuant to Section 107 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, there will not be voting by show of hands on any of the agenda items at the Meeting and poll will be conducted in lieu thereof.
-

GENERAL INSTRUCTIONS:

1. The voting period begins on Tuesday, 25th September, 2018 (9:00 A.M.) and ends on Thursday, the 27th September, 2018 (5:00 P.M.). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21st September, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
2. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
3. The Notice of the Annual General Meeting are being sent to all the Members, whose names appear in the Register of Members as on cut-off date (record date) i.e. Friday, 24th August, 2018 through the mode prescribed under the Companies Act, 2013 and also by E-Mail, wherever registered. The Members may also download a copy of the Notice from the Website of the Company at www.tridevinfraestates.in
4. The Members of the Company, holding Equity Shares either in physical form or in dematerialized (demat) form as on 21st September, 2018 and not casting their vote electronically, may only cast their vote at the Annual General Meeting. The voting rights of shareholders shall be in proportion to their shareholding of paid up share capital of the Company as on 21st September, 2018.
5. Mr. Amit Kumar (M. No. 518735) Chartered Accountant in Practice has been appointed as the Scrutinizer to scrutinize the e-voting process 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.

**By the order of Board of directors
Tridev Infraestates limited**

**Place: Delhi
Date: 01.09.2018**

**Sunil Kumar Agarwal
Managing director.**

TRIDEV INFRAESTATES LIMITED

(formerly Ashutosh Paper Mills Ltd.)

CIN. L21012DL1988PLC033812

Regd. Office: 269 G/F, Triveni Apartment Swayam Sewa Cghs Limited, Jhilmil Colony, Delhi-110095

Email ID: ashutoshpapermills@gmail.com, Website: www.tridevinfraestates.in

ATTENDANCE SLIP

Please complete this Attendance Slip and hand it over at the Entrance of the Hall. Only Members or their Proxies are entitled to be present at the meeting.

Name and Address of the Member	Folio No.
	Client ID No.
	DP ID No.
	No. of Shares Held

I hereby record my Presence at the Annual General Meeting of the Company being held on Friday, 28th Day of September, 2018 at 12:00 P.M. at "Hotel Aura Grand Residency", 439, Jagriti Enclave, Vikas Marg, Delhi 110092 at and at any adjournment thereof.

Signature of the Shareholder	Signature of the Proxy

- Note:**
1. The Copy of Annual Report may please be brought to the Meeting Hall.
 2. Briefcase, Hand Bags etc. are not allowed inside the Meeting Hall.
 3. Please note that no gifts will be distributed at the meeting.

TRIDEV INFRAESTATES LIMITED

(formerly Ashutosh Paper Mills Ltd.)

CIN. L21012DL1988PLC033812

Regd. Office: 269 G/F, Triveni Apartment Swayam Sewa Cghs Limited, Jhilmil Colony, Delhi-110095

Email ID: ashutoshpapermills@gmail.com, Website: www.tridevinfraestates.in

FORM NO. MGT-11**PROXY FORM**

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

CIN: L21012DL1988PLC033812**Name of the company:** TRIDEV INFRAESTATES LIMITED**Registered office:** 269 G/F Triveni Apartment Swayam Sewa CGHS Limited, Jhilmil Colony
Delhi 110095

Name of Member(s) :	
Registered Address :	
E-mail Id :	
Folio No. / Client Id :	
DP ID :	

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

1. Name :	Address :
E-mail Id :	Signature :

or failing him

1. Name :	Address :
E-mail Id :	Signature :

or failing him

1. Name :	Address :
E-mail Id :	Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual general meeting of the company, to be held on Friday, 28th Day of September, 2018 at 12:00 P.M. at "Hotel Aura Grand Residency", 439, Jagriti Enclave, Vikas Marg, Delhi 110092 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolutions
ORDINARY BUSINESS	
1	Adoption of Audited Financial Statements for the year ended March 31 st , 2018.
2	Re-appointment of Ms. Khushboo Agarwal, retires by rotation, as a Director of the Company.
SPECIAL BUSINESS	
3	Regularization of Mr. Ankit Kumar Agarwal, as Independent Director.
4	Regularization of Mr. Vinod Kumar, as Independent Director.
5	Approval of Related Party transaction.
6	Alteration in Memorandum of Association of the Company.

Signed this day of20.....

Affix Revenue
Stamp

Signature of Shareholder :

Signature of Proxy Holder(s) :

Note: This form of 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.

TRIDEV INFRAESTATES LIMITED

(formerly Ashutosh Paper Mills Ltd.)

CIN. L21012DL1988PLC033812

Regd. Office: 269 G/F, Triveni Apartment Swayam Sewa Cghs Limited, Jhilmil Colony, Delhi-110095

Email ID: ashutoshpapermills@gmail.com, Website: www.tridevinfraestates.in

BALLOT FORM

1. Name(s) of Shareholder(s) / Beneficial Owner
Including joint-holders, if any :
2. Registered Address of the Sole /
First named Shareholder :
3. Registered Folio No. / Client ID No. :
4. No. of Shares held :
5. 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	Adoption of Audited Financial Statements for the year ended March 31st, 2018.		
2.	Ordinary Resolution	Re-appointment of Ms. Khushboo Agarwal, retires by rotation, as a Director of the Company.		
3.	Ordinary Resolution	Regularization of Mr. Ankit Kumar Agarwal, as an Independent Director		
4.	Ordinary Resolution	Regularization of Mr. Vinod Kumar, as an Independent Director		
5.	Ordinary Resolution	Approval of Related Party transaction.		
6.	Special Resolution	Alteration in Memorandum of Association of the Company.		

Place :

Date :

Signature of the Shareholder / Beneficial Owner