

J. TAPARIA PROJECTS LIMITED



**ANNUAL REPORT
2013-2014**

<< BOARD OF DIRECTORS >>

Mr. Ranjeet Kumar Bihani	Chairman
Mr. Sanjit Dhawa	Managing Director
Mr. Dilip Kumar Kanoria	Non-Executive Director
Mr. Mahavir Jain	Non-Executive Director
Mr. Amal Jain	Non-Executive Director

<< AUDITORS >>

M/s. Maroti & Associates
Chartered Accountants
9/12, Lal Bazar Street, Block-‘E’,
3RD Floor, Room No.2, Kolkata - 700 001
Tel.: +91 33 2231 9392 / 9391 Fax: +91 33 2243 8371
E-mail: mkmaroti@gmail.com

<< BANKERS >>

United Bank of India.
HDFC Bank Ltd.

<< REGISTERED OFFICE >>

16, Biplabi Rash Bihari Basu Road,
3rd Floor, Kolkata – 700 001 (W.B.) India
Tel.: +91 33 2230 5244
E-mail: jtaparia2008@gmail.com
Web-site: www.jtapariaprojects.com

<< CORPORATE IDENTITY NUMBER >>

CIN : L74210WB1980PLC032979

<< REGISTRARS AND SHARE TRANSFER AGENTS >>

Niche Technologies Pvt. Ltd.
D-511, Bagree Market,
71, B. R. B. Basu Road, 5th Floor, Kolkata - 700 001
Tel.: +91 33 2235 7270 / 7271 Fax: +91 33 2215 6823
E-mail: nichetechpl@nichetechpl.com

NOTICE TO THE SHAREHOLDERS

NOTICE is hereby given that the **Annual General Meeting** of the Members of **J. Taparia Projects Limited** will be held at “**The Community Hall**” at **10, Debendra Ghosh Road, Gr. Floor, Kolkata – 700 025**, on **Thursday, 11th Day of September, 2014 at 12.30 P.M.** to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Director’s Report and Audited Balance Sheet as at 31st March, 2014, Profit & Loss Account for the year ended 31st March, 2014 and the Auditors’ Report thereon.
2. To appoint Director in place of Mr. Ranjeet Kumar Bihani who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint Auditors and to fix their remuneration and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

“RESOLVED THAT M/s. Maroti & Associates., Chartered Accountants, be and is hereby appointed as Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as shall be fixed by the Board of Directors.”

Special Business:

4. Appointment of Mr. Sanjit Dhawa, Director of the company as Managing Director of the Company and 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 Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval & consent of the Company be and is hereby accorded to the appointment of Mr. Sanjit Dhawa as the Managing Director (Key Managerial Personal) of the Company for a period of five years with effect from 17th February, 2014 up to 16th February, 2019 upon the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this Annual General Meeting (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment) with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include

the Nomination and Remuneration Committee of the Board) to alter, vary and finalise the terms and conditions of the said appointment and / or remuneration as it may deem fit and as may be acceptable to Mr. Sanjit Dhawa, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT in the event of loss, absence or inadequacy of profits of the Company in any financial year during the term of the office of the appointee, the remuneration as mentioned in the Explanatory Statement shall be paid to him as minimum remuneration.

RESOLVED FURTHER THAT that the Board or a Committee thereof be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

5. To Re-appoint Mr. Mahavir Jain (DIN 02048027) Director of the Company who eligible to retire by rotation at this AGM being eligible, offers himself for re-appointment as Whole Time Director designated as Executive Director & Chief Financial Officer (Key Managerial Personal) of the Company and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Mahavir Jain (DIN 02048027), Director of the Company who eligible to retire by rotation at this AGM being eligible, offers himself for re-appointment as Whole Time Director designated as Executive Director & Chief Financial Officer (Key Managerial Personal) of the Company and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company whose period of office shall be liable to determination by retirement of directors by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and all other applicable provision of the Companies Act, 2013 and the companies (Appointment & Remuneration of managerial Personal) Rule, 2014 including any statutory modification(s) or re-enactment thereof for the time being in force (corresponding to Sections 198, 269, 309 and any other applicable provisions of the Companies Act, 1956 read with Schedule XIII to the Companies Act, 1956) the consent of the Company, be and is hereby accorded to the appointment of Mr. Mahavir Jain (DIN 02048027) as a Whole-Time & Executive Director of the Company designated as “Chief Financial Officer” (CFO) for a period of three years effective from the date of conclusion of this AGM 11.09.2014 up to 10.09.2017 on the terms and

conditions of appointment and remuneration as set out in the statement annexed to the Notice convening this meeting, with the liberty to “the Board” (which term shall include nomination & Remuneration Committee of the Board) to alter and vary the terms & Condition of the said appointment and/or remuneration as it may deem fit and may be acceptable to Mr. Mahavir Jain, subject to the same not exceeding the limits specified in Schedule V to the Companies Act, 2013 (corresponding to Schedule XIII to the Companies Act, 1956).

RESOLVED FURTHER THAT the Board be & hereby authorized to do all acts and take all such steps as may be necessary and expedient to give effect to this resolution”

6. To appoint Ms. Tripti Surelia as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Ms. Tripti Surelia, has submitted a declaration that she meets the criteria for Independent Director pursuant to section 149(6) of the Act, and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for three consecutive years with effect from 11th September, 2014 up to 31st August, 2017.”

7. To appoint Mr. Dilip Kumar Kanoria (DIN 01998254) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. Dilip Kumar Kanoria (DIN 01998254), Non-Executive Director of the Company has submitted a declaration that he meets the criteria for Independent Director pursuant to section 149(6) of the Act, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for three consecutive years with effect from 11th September, 2014 up to 31ST August, 2017.”

8. To appoint Mr. Amal Jain (DIN 02017960) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. Amal Jain (DIN 02017960), Non-Executive Director of the Company has submitted a declaration that he meets the criteria for Independent Director pursuant to section 149(6) of the Act, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for three consecutive years with effect from 11th September, 2014 up to 31ST August, 2017.”

9. To adopt new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013 and in this regard 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 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the draft regulations contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company;

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Registered Office:

**16, B. R. B. B. Road,
3rd Floor,**

Kolkata -700 001

Dated: 5th Day of August, 2014

CIN : L74210WB1980PLC032979

**By Order of the Board
For J. Taparia Projects Limited**

**Sanjit Dhawa
Managing Director
DIN : 05162937**

Notes: -

1. A Member entitled to attend and vote at this Annual General Meeting is entitled to appoint a proxy to attend and vote, instead of himself/herself. A proxy need not be a Member of the Company. A person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in the aggregate not more than 10 (ten) percent of the total share capital of the Company carrying voting rights. A member holding more than 10 (ten) percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person cannot act as a proxy for any other person or shareholder.
2. The instrument of proxy in order (duly completed & signed) to be effective must reach at the Registered Office of the Company not less than 48 hours before the commencement of meeting.
3. Proxies submitted on behalf of the Companies, Societies etc., must be supported by an appropriate resolution/authority authorizing their representative to attend and vote at the Annual General Meeting.
4. A proxy shall not vote except on a poll. A proxy form is appended with the admission slip.
5. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
6. Member seeking any clarification on account of the company or requested to send their query in writing to the company at registered office addressing to Managing Director or through e-mail at info@jtapariaprojects.com. The query must reach to the company either by mail or e-mail at least seven working days before the date of AGM (excluding the date of AGM).
7. The Register of Members and Share Transfer Books of the Company will remain closed from 5th September, 2014 to 11th September, 2014 (both days inclusive)
8. As a measure of economy, copies of the Annual Report will not be distributed at the Meeting Members are, therefore, requested to bring the copies of Annual Report.
9. Pursuant to Section 72 of the Companies Act, 2013, shareholders holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company's Registrar and Transfer Agent. In respect of shares held in electronic / demat form, the nomination form may be filed with the respective Depository.
10. Members are requested to send all their communications pertaining to shares & notify change in their address/mandate/bank details to The Registrar & Share Transfer Agent, M/s. Niche Technologies Pvt. Ltd. to facilitate better servicing.

11. Members holding shares in the same name under different Ledger Folios are requested to apply for consolidation of such Folios and send the relevant share certificates to The Registrar & Share Transfer Agent, M/s. Niche Technologies Pvt. Ltd., for their doing the needful.
12. Details under Clause 49 of the Listing Agreement with the Stock Exchanges in respect of the Directors seeking appointment/ re-appointment at the Annual General Meeting, forms part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.
13. In furtherance of the Green Initiative and Section 101 of the Companies Act, 2013 read with Rule 18(3) (i) of the Companies (Management & Administration) Rules, 2014 and Rule 11 of the Companies (Accounts) Rules, 2014, the Company urges the Members to register their email address with the Company and / or its Registrar and Share Transfer Agent, M/s. Niche Technologies Pvt. Ltd, for receiving the Annual Report and Accounts, Notices etc. in electronic mode. The Form for such registration is being attached with the Annual Report. In future all the Annual Report and Accounts, Notices and other communications etc. will be sent in electronic mode to the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member requests for a physical copy of the same. Positive consent letter is attached to the Notice being sent to the Members for giving consent to receive documents in electronic mode.
14. In future electronic copy of the Notice of General Meetings of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form will be sent to the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member requests for a physical copy of the same.
15. Members are advised that it is mandatory to furnish copy of PAN Card both side signed as self attested in the following cases:
 - i) Transferees' PAN Cards for transfer of shares,
 - ii) Legal heirs' PAN Cards for transmission of shares,
 - iii) Surviving joint holders' PAN Cards for deletion of name of deceased Shareholder and
 - iv) Joint holders' PAN Cards for transposition of shares.
16. Members may also note that the Notice of the Annual General Meeting and the Annual Report 2013-2014 will also be available on the Company's website **www.jtapaiaprojects.com** for being downloaded. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days till the date of the meeting. Even after registering for e-communication, members are entitled to receive such

communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id : **info@jtapariaprojects.com**

17. Process and manner for members opting for E-voting.

- I.** In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide Members holding shares either in physical form or in dematerialized form the facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by Central Depository Services (India) Limited (CDSL).
- II.** Similarly, members opting to vote physically can do the same by remaining present at the meeting and should exercise the option for e-voting. However, in case Members cast their vote exercising both the options, i.e. physically and e-voting, then votes casted through e-voting shall be only taken into consideration and treated valid whereas votes casted physically at the meeting shall be treated as invalid.
- III.** The instructions for e-voting are as under:
 - (i) The e-voting period begins on the "Friday" **05.09.2014 from 9.30 A.M. and ends on the "Sunday" 07.09.2014 till 6.00 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 08.08.2014** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (ii) The shareholders should log on to the e-voting website **www.evotingindia.com** during the voting period
 - (iii) Click on "**Shareholders**" tab.
 - (iv) Now, select the "**J Taparia Projects Limited**" from the drop down menu and click on "SUBMIT"
 - (v) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
 - (vi) Next enter the Image Verification as displayed and Click on Login.

(vii) If you are holding shares in demat form and had logged on to **www.evotingindia.com** and voted on an earlier voting of any company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

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 enter in capital letters the PAN field of 10 characters as First 2 Characters of the First Holder Name followed by 8 characters consisting of Folio Number prefix by "0" (or 8 characters from right of BO-ID). No special characters or space will be taken from the name and folio number and name shall be excluded of titles like Mr / Mrs / Smt / Miss / Ms / M/s etc. <p>Example:</p> <p>(1) Mr. V. N. Swami and Folio Number is S/0245, the PAN will be VN000S0245</p> <p>(2) M/s. 4-square Company Ltd. and Folio Number is C-0052 the PAN will be 4S000C0052</p>
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format.
Dividend Bank Details	<p>Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio.</p> <ul style="list-style-type: none"> Please Enter the DOB or Bank Account Number in order to Login. If both the details are not recorded with the depository or company then please enter in the Dividend Bank Details field the Number of Shares Held by you as on Cut-Off Date (Record Date) of 08-August-2014

(ix) After entering these details appropriately, click on "SUBMIT" tab.

(x) 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.

- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant “J Taparia Projects Limited” on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xviii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Note for Institutional Shareholders
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to **<https://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 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.

(xx) 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.

18. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the **cut-off date of 08.08.2014**.
19. M/s. Pramod Agarwal & Co., A Practicing Company Secretary, C.P. Membership No. 4193 has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
20. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the 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, forthwith to the Chairman of the Company.
21. The Results shall be declared on or after the Annual General Meeting (AGM) of the Company. This Notice as well as the Results declared along with the Scrutinizer’s Report shall be placed on the Company’s website and on the website of CDSL within two (2) days of passing of the resolutions at the Annual General Meeting (AGM) of the Company on 11th September, 2014 and communicated to the Stock Exchange(s).

Registered Office:
16, B. R. B. Road,
3rd Floor,
Kolkata -700 001

Dated: 5th Day of August, 2014
CIN : L74210WB1980PLC032979

By Order of the Board
For J. Taparia Projects Limited

Sanjit Dhawa
Managing Director
DIN : 05162937

**Explanatory Statement Pursuant to
Section 102 of the Companies Act, 2013**

PURSUANT TO SECTION 102 OF THE COMPANIES Act, 2013 ('The ACT'), the following explanatory statements sets out all material facts relating to the business mentioned under items No. 4 to 9 of the accompanying notice dated 5th August, 2014.

To Resolution No. 4

Mr. Sanjit Dhawa, Chairman and Director of the Company. Mr. Dhawa is young dynamic and prominent strategist having more than decades of vast experience in Accounts and finance. His directorships and/or memberships in other companies / committees are provided in Corporate Governance Report, which forms part of this Annual Report.

The Board of Directors and the Nomination Committee at their meeting held on 12th February, 2014 approved his appointment as Managing Director and also the terms and conditions of his appointment and remuneration of Rs. 7,000/- Per month as recommended by the remuneration committee, subject to the approval of the Central Government and Members.

Mr. Sanjit Dhawa was appointed as an Managing Director by your Board for a period of five years with effect from 17th February, 2014. The main terms and conditions of appointment of Mr. Sanjit Dhawa (hereinafter referred to as "MD") is given below:

A. Tenure of Appointment:

The appointment of the MD is for a period of 5 years with effect from 17th February, 2014.

B. Remuneration:

The MD shall be entitled to remuneration as stated hereunder in terms of Schedule V of the Companies Act, 2013:

(i) Remuneration:

- (a) Basic salary Rs. 7,000 per month, with authority to the Board or a Committee thereof to fix his basic salary
- (b) Commission and/or incentive remuneration based on performance criteria to be laid down by the Board; and
- (c) Benefits, perquisites and allowances as may be determined by the Board from time to time over and above the basic salary.

(ii) Minimum Remuneration:

Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of the MD, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of basic salary, benefits, perquisites, allowances and incentive remuneration as specified above. The aggregate of the remuneration as aforesaid in any financial year shall not exceed the limit prescribed from time to time under Section 197 and under Section 198 and all other applicable provisions of the Companies Act, 2013 read with Schedule V to the said Act or any statutory modifications or re-enactment thereof for the time being in force or otherwise as may be permissible by law.

C. Terms & Conditions

Apart from the aforesaid remuneration, he will be entitled to reimbursement of all expenses incurred in connection with the business of the Company. The appointee shall not be entitled to any sitting fees for Board / Committee meetings. The above remuneration will be payable as the minimum remuneration even in the case of loss or inadequacy of profits in any financial year during the term of his appointment and will be subjected to the provisions of Schedule V of the Companies Act, 2013 and the remuneration shall not exceeding Rs.7,000/- per month (as above). The appointee shall not be entitled to any sitting fees for Board / Committee meetings.

At present the said perquisites, allowances, leave salary and gratuity are nil but eligible for modifications subject to the approval of remuneration and audit committee. Payment of remuneration is approved by a resolution passed by the Remuneration Committee at its meeting held on 12th February, 2014.

The terms and conditions of the said appointment and/or agreement are subject to the provisions of Section 197 and section 198 of the Companies Act, 2013 and may be altered and varied from time to time by the Board as it may in its discretion deem fit within the maximum amount of remuneration payable in accordance with the applicable rules and regulations.

D. Termination of Service:

The Service may be terminated by either party giving the other one months' notice subject to the applicability & compliance of relevant provisions of the Companies Act 2013 and Rules & Regulation made in its respect. Mr. Sanjit Dhawa shall perform such duties and exercise such powers as are entrusted to him by the Board. The above may be treated as an abstract of the terms between the Company and Mr. Sanjit Dhawa under Section 190 of the Companies Act, 2013.

Disclosure of Interest in the resolution

None of the Directors except Mr. Sanjit Dhawa are concerned or interested in the proposed resolution and none of the other Directors/ Key Managerial Personnel of the Company/ their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out at item No 4.

To Resolution No. 5.

Mr. Mahavir Jain has been Non-Executive Independent Director of the Company and has held the positions as such for around 4 (Four) years.

The Board of Directors of the Company at their meeting held on 5th August, 2014 appointed Mr. Mahavir Jain as a Director whose period of office is liable to determination by retirement of directors by rotation and as Whole-time Director designated as “Director - Finance & Control” for a period of Three years commencing from 11th September, 2014 up to 10th September, 2019. A notice has been received from a member proposing Mr. Mahavir Jain as a candidate for the office of Director of the Company. He joined the Company in 2008. Mr. Jain has a wealth of experience in the area of Finance.

The approval of the members is being sought to the terms, conditions and stipulations as under for the appointment of Mr. Mahavir Jain as the “Whole-time Director and Chief Financial Officer”

Remuneration:

- (a) Basic salary Rs. 7,000 per month, with authority to the Board or a Committee thereof to fix his basic salary
- (b) Commission and/or incentive remuneration based on performance criteria to be laid down by the Board; and
- (c) Benefits, perquisites and allowances as may be determined by the Board from time to time over and above the basic salary.

The Board of Directors or Committee thereof may, in their discretion, revise/modify any of the terms from time to time, within the limits stipulated.

Minimum Remuneration:

Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of the **Mr. Mahavir Jain** as Whole Time Director & CFO, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of basic salary, benefits, perquisites, allowances and incentive remuneration as specified above. The aggregate of the remuneration as aforesaid in any financial year shall not exceed the limit prescribed from time to time under Section 197 and under Section 198 and all other applicable provisions of the Companies Act, 2013 read with Schedule V to the said Act or any statutory modifications or re-enactment thereof for the time being in force or otherwise as may be permissible by law.

Terms & Conditions:

Mr. Mahavir Jain shall, subject to the superintendence, control and direction of the Board of Directors, manage and conduct the business and affairs of the Company relating to Finance and Control. He shall not be paid any sitting fee for attending meetings of the Board or Committee thereof.

The appointment can be terminated by Mr. Mahavir Jain or the Company, by one party giving to the other 1 (one) calendar months' notice in writing or by payment of a sum equivalent to remuneration for the notice period or part thereof in case of shorter notice or on such other terms as may be mutually agreed.

The period of office of Mr. Mahavir Jain shall be liable to determination by retirement of directors by rotation. If Mr. Mahavir Jain is re-appointed as a director, immediately on retirement by rotation he shall continue to hold office of Whole-time Director designated as "Director-Finance & Control and Chief Financial Officer" and such re-appointment as director shall not be deemed to constitute break in his appointment as a Whole-time Director designated as "Director-Finance & Control and Chief Financial Officer".

In view of the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 (corresponding to Sections 198, 269, 309 and any other applicable provisions of the Companies Act, 1956), the Board recommends the Ordinary Resolution set out at item no. 5 of the accompanying Notice for the approval of the Members. The re-appointment of Mr. Mahavir Jain appropriate and in the best interest of the Company.

Copy of the Draft Agreement referred to in the Resolution and the Register maintained in pursuance of erstwhile Section 301 of the Companies Act, 1956, would be available for inspection by the members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday, up to and including the date of the Annual General Meeting.

Register maintained in pursuance of erstwhile Section 301 of the Companies Act, 1956 and Mr. Mahavir Jain being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 5. This Explanatory Statement together with the accompanying Notice may also be regarded as a disclosure under Clause 49 of the Listing agreement with the Stock Exchange.

To Resolution No. 6.

The Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing Ms. Tripti Surelia as candidature for the office

of Director and thereafter the matter was placed before the Nomination & Remuneration Committee, which commends & approved her appointment as Independent Director.

In honour of the Government's initiative for giving women(s) an equal opportunity at the top level management and in compliance with the statutory provision of section 152 of the Companies Act, 2013 read with Rule 3 of Companies (Appointment & Qualifications of Directors) Rule, 2014, The Board recommends appointment of Ms. Tripti Surelia as Women Director who shall be Non-executive Independent Director of the company.

Ms. Tripti Surelia is not disqualified from being appointed as Director in terms of Section 164 of the Act and she has given his consent to act as Director. The Company has also received declarations from Ms. Tripti Surelia that she meets with the criteria of independence as prescribed both under Section 149(6) of the Act and under Clause 49 of the Listing Agreement.

In the opinion of the Board, Ms. Tripti Surelia is independent of the management and fulfills the conditions for appointment as Independent Director as specified in the Act, the Listing Agreement and the Rules made there under. Further, it is proposed to appoint Ms. Tripti Surelia as Independent Director under Section 149 of the Act and Clause 49 of the Listing Agreement to hold office for three consecutive years for a term up to 31st day of August, 2017.

The terms and conditions of appointment of Ms. Tripti Surelia, pursuant to the provisions of Schedule IV of the Act, shall be open for inspection at the Registered Office of the Company by any Member during normal business hours on any working day of the Company.

The Company and Ms. Tripti Surelia shall abide by the provisions specified in Schedule IV of the Act, and shall be governed and guided by the guidelines of professional conduct, role and functions, duties, manner of appointment, reappointment, resignation or removal, separate meetings and evaluation mechanism as provided therein.

Ms. Tripti Surelia is interested and concerned in the Resolution mentioned at Item No.6 of the Notice. Save and except the above, none of the other Directors/ Key Managerial Personnel of the Company/ their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out at item No 6.

To Resolution No. 7.

Mr. Dilip Kumar Kanoria is an Non Executive & Independent Director of the Company and has held the positions as such for around 4 (eight) years. As per the provisions of Section 149 of the Act which has come into force with effect from

1st April, 2014, an Independent Director shall hold office for a term up to five consecutive years on the Board of a company and is not liable to retire by rotation.

The Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director and thereafter the matter was placed before the Nomination & Remuneration Committee, which commends & approved his appointment as Independent Director.

Mr Dilip Kumar Kanoria is not disqualified from being appointed as Director in terms of Section 164 of the Act and he has given his consent to act as Director. The Company has also received declarations from Mr. Kanoria that he meets with the criteria of independence as prescribed both under Section 149(6) of the Act and under Clause 49 of the Listing Agreement.

In the opinion of the Board, Mr Dilip Kumar Kanoria is independent of the management and fulfills the conditions for appointment as Independent Director as specified in the Act, the Listing Agreement and the Rules made there under. Further, it is proposed to appoint Mr Dilip Kumar Kanoria as Independent Director under Section 149 of the Act and Clause 49 of the Listing Agreement to hold office for three consecutive years for a term up to 31ST day of August, 2017.

The terms and conditions of appointment of Mr Dilip Kumar Kanoria, pursuant to the provisions of Schedule IV of the Act, shall be open for inspection at the Registered Office of the Company by any Member during normal business hours on any working day of the Company.

The Company and Mr Dilip Kumar Kanoria shall abide by the provisions specified in Schedule IV of the Act, and shall be governed and guided by the guidelines of professional conduct, role and functions, duties, manner of appointment, reappointment, resignation or removal, separate meetings and evaluation mechanism as provided therein.

Mr Dilip Kumar Kanoria is interested and concerned in the Resolution mentioned at Item No.7 of the Notice. Save and except the above, none of the other Directors/ Key Managerial Personnel of the Company/ their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out at item No 7.

To Resolution No. 8.

Mr. Amal Jain has been Non-Executive Independent Director of the Company and has held the positions as such from past 2 (Two) years. As per the provisions of Section 149 of the Act which has come into force with effect from 1st April, 2014, an Independent Director shall hold office for a term up to five consecutive years on the Board of a company and is not liable to retire by rotation.

The Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director and thereafter the matter was placed before the Nomination & Remuneration Committee, which commends & approved his appointment as Independent Director.

In the opinion of the Board, Mr. Amal Jain is independent of the management and fulfills the conditions for appointment as Independent Director as specified in the Act, the Listing Agreement and the Rules made there under. Further, it is proposed to appoint Mr. Amal Jain as Independent Director under Section 149 of the Act and Clause 49 of the Listing Agreement to hold office for three consecutive years for a term up to 31st day of August, 2017.

Mr. Amal Jain is not disqualified from being appointed as Director in terms of Section 164 of the Act and he has given his consent to act as Director. The Company has also received declarations from Mr. Amal Jain that he meets with the criteria of independence as prescribed both under Section 149(6) of the Act and under Clause 49 of the Listing Agreement.

The terms and conditions of appointment of Mr. Amal Jain, pursuant to the provisions of Schedule IV of the Act, shall be open for inspection at the Registered Office of the Company by any Member during normal business hours on any working day of the Company.

The Company and Mr. Amal Jain shall abide by the provisions specified in Schedule IV of the Act, and shall be governed and guided by the guidelines of professional conduct, role and functions, duties, manner of appointment, reappointment, resignation or removal, separate meetings and evaluation mechanism as provided therein.

Mr. Amal Jain is interested and concerned in the Resolution mentioned at Item No.8 of the Notice. Save and except the above, none of the other Directors/ Key Managerial Personnel of the Company/ their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out at item No 8.

To Resolution No. 9.

The existing AoA are based on the Companies Act, 1956 and several regulations in the existing AoA contain references to specific sections of the Companies Act, 1956 and some regulations in the existing AoA are no longer in conformity with the Act.

The Act is now largely in force. On September 12, 2013, the Ministry of Corporate Affairs (“MCA”) had notified 98 Sections for implementation. Subsequently, on March 26, 2014, MCA notified most of the remaining Sections (barring those provisions which require sanction / confirmation of the National Company Law

Tribunal (“Tribunal”) such as variation of rights of holders of different classes of shares (Section 48), reduction of share capital (Section 66), compromises, arrangements and amalgamations (Chapter XV), prevention of oppression and mismanagement (Chapter XVI), revival and rehabilitation of sick companies (Chapter XIX), winding up (Chapter XX) and certain other provisions including, inter alia, relating to Investor

Education and Protection Fund (Section 125) and valuation by Registered Valuers (Section 247). However, substantive sections of the Act which deal with the general working of companies stand notified.

With the coming into force of the Act several regulations of the existing AoA of the Company require alteration or deletions in several articles. Given this position, it is considered expedient to wholly replace the existing AoA by a new set of Articles.

The new AoA to be substituted in place of the existing AoA are based on Table ‘F’ of the Act which sets out the model articles of association for a company limited by shares. Shareholder’s attention is invited to certain salient provisions in the new draft AoA of the Company viz:

- (a) New provisions regarding application of funds from reserve accounts when amounts in reserve accounts are to be capitalized;
- (b) the nominee(s) of a deceased sole member are recognized as having title to the deceased’s interest in the shares;
- (c) new provisions relating to appointment of chief executive officer and chief financial officer, in addition to manager and company secretary;
- (d) existing articles have been streamlined and aligned with the Act;
- (e) the statutory provisions of the Act which permit a company to do some acts “if so authorized by its articles” or provisions which require a company to do acts in a prescribed manner “unless the articles otherwise provide” have been specifically included; and
- (f) provisions of the existing AoA which are already part of statute in the Act have not been reproduced in the new draft AoA as they would only lead to duplication their non-inclusion makes the new AoA crisp, concise and clear and aids ease of reading and understanding.

The proposed new draft AoA is being uploaded on the Company’s website for perusal by the shareholders. The Board commends the Special Resolution set out at Item No.9 of the Notice for approval by the shareholders.

None of the Directors / Key Managerial Personnel of the Company / their relatives are in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 9 of the Notice.

Registered Office:

16, B. R. B. Road,
3rd Floor,
Kolkata -700 001

Dated: 5th Day of August, 2014

CIN : L74210WB1980PLC032979

By Order of the Board
For J. Taparia Projects Limited

Sanjit Dhawa
Managing Director
DIN : 05162937

DIRECTORS' REPORT

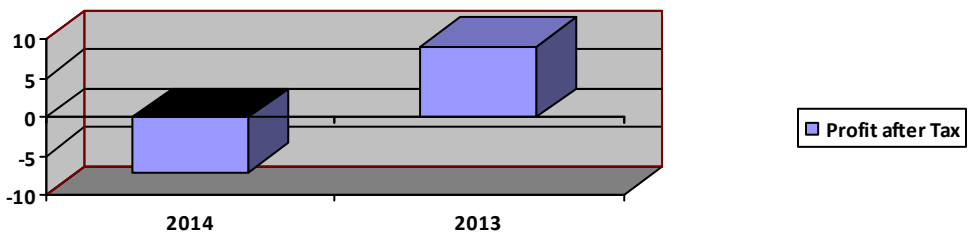
To
The Members,

Your Directors have pleasure in presenting the Annual Report of the Company together with Audited Accounts for the year ended on **31st March, 2014**.

1. Financial Results

(Figures in ₹)

	CURRENT YEAR	PREVIOUS YEAR
PROFIT/(LOSS) BEFORE TAXATION	(4,048)	12,305
PROVISION FOR TAXES		
Current tax	-----	(3,152)
Deferred Tax	(3,072)	-----
PROFIT AFTER TAX	(7,120)	9,153
Brought forward from earlier years	(8,74,062)	(8,83,215)
Balance Carried To Balance Sheet	(8,81,182)	(8,74,062)



2. Future Performance

In the year under review, the Company has generated a Loss of Rs. **4,048/-**. Your Directors are identifying prospective areas and will make appropriate investments that will maximize the revenue of the company in the current Financial Year.

3. Dividend

In view of Inadequate Profit, Your Directors regret their inability to recommend recommend any dividend for the year.

4. Auditors

The retiring Auditors **M/s. Maroti & Associates, Chartered Accountants, Kolkata** hold office till the conclusion of the Annual General Meeting and is eligible for reappointment expressing their willingness to be reappointed and to the effect that their appointment, if made, would be within the prescribed limits under section 141(3)(g) of the Companies Act, 2013 and that they are not disqualified for appointment. The matter is placed for consideration of members in this Annual General Meeting to pass the Resolutions at Item Nos. 3 of the Annual General Meeting Notice.

5. Directors

The Board commends the passing of the Resolutions at Annual General Meeting Notice for the appointment of Mr. Sanjit Dhawa as Managing Director of the company.

As per the provisions of Section 149 of the Act, which has come into force with effect from 1st April, 2014, an Independent Director is required to be appointed and shall hold office for a term up to maximum of five consecutive years on the Board of a company and shall not be liable to retire by rotation. In compliance with the provisions of Section 149 the company may place before the Members in General Meeting for their approval to appoint requisite Independent Directors. The Board in honor of the provisions The Company may place before the Members in General Meeting for their approval a name to be appointed as Non-Executive Women Director in AGM Notice.

Mr. Dilip Kumar Kanoria retires by rotation and being eligible, offers himself for re-appointment as non-executive director being eligible for retirement by rotation.

6. Personnel

In accordance with the requirement of Section 217(2A) of the Companies Act 1956, it is stated that no employee of the Company is in receipt of remuneration aggregating to ₹ 60,00,000/- or more for the year and Rs 5,00,000/- or more for part of the month.

7. Statutory Information

Particulars required to be furnished by the companies (Disclosure of particulars in the Report of the Board of Directors) Rules, 1988:

1. CONSERVATION OF ENERGY	:	NIL
2. TECHNOLOGY ABSORPTION & ADOPTION	:	NIL
3. FOREIGN EXCHANGE EARNING & OUTGO	:	NIL

8. Listing

Your directors are pleased to inform that the company had listed its equity share at BSE LTD. under direct listing norms. Our endeavor in this respect shall prove you a ready market on nationwide platform for trading in securities on a continuous basis adding prestige and importance to the company. The company can also raise additional funds from the public through the new issue market with a greater degree of assurance. The new funds sought to be raised break new ground for the Company and are steps towards our ambition to build a more global fund house.

9. Responsibility Statement

- i. In preparation of the annual accounts, the applicable Accounting Standards have been followed.
- ii. The Directors have selected such accounting policies and have 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.
- iii. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv. The Directors have prepared the annual accounts on going concern basis.

10. Corporate Governance

As required under clause 49 of the listing agreement with the Stock Exchange, the Report on Corporate Governance together with Auditors view regarding compliance of the SEBI code of Corporate Governance is annexed herewith.

11. Acknowledgements

The Board wishes to place on record their gratitude for the co-operation and assistance received from all those who contributed by some means or other for the performance of the company and expect the same in the future.

For and on behalf of the board

Place: **Kolkata**

Date: **26th Day of May, 2014**

Ranjeet Kumar Bihani

Director

Sanjit Dhawa

Managing Director

ANNEXURE - TO THE DIRECTORS' REPORT

CORPORATE GOVERNANCE REPORT

The detailed Report on Corporate Governance as per the format prescribed by SEBI and incorporated in clause 49 of the Listing Agreement is set out below.

A) MANDATORY REQUIREMENTS:

1) COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

The Company's philosophy on Corporate Governance lays strong emphasis on transparency, accountability and integrity. The Company has implemented mandatory requirements of the code of Governance as mentioned in clause 49 of the Listing Agreement.

2) BOARD OF DIRECTORS

a) Composition:

The Board comprises of executive and non-executive Directors of whom three are independent directors and other two are Executive Directors including one Managing Director. The composition of the Board and other details relating to their directorship in other company are as on **31st March, 2014**, are given below:

Name of the Director	Designation	Category of Directorship	Number of Directorship held in other Companies		Number of Membership held in Board Committees of other Public Companies
			Public	Private	
Mr. Sanjit Dhawa	Managing Director	Executive	6	--	--
Mr. Ranjeet Kumar Bihani	Chairman	Promoter & Executive	8	7	2
Mr. Mahavir Jain	Director	Non Executive Independent	6	--	--
Mr. Dilip Kumar Kanoria	Director	Non Executive Independent	--	--	--
Mr. Amal Jain	Director	Non-Executive Independent	--	--	--

b) Appointment/Reappointment of Directors:

Mr. Ranjeet Kumar Bihani, who retires by rotation during the ensuing Annual General Meeting and is eligible for re-appointment.

The company may propose name of requisite numbers of Independent Directors in compliance with the provision of section 149 of The Companies Act,2013 (The Act). Who in the opinion of the Board, fulfill the conditions specified in The Act and the Rules made there under for appointment of Independent Directors and are independent of the management.

We, in honor of the provisions of Rule 3 of the Companies (Appointment and Qualification of Directors) Rules, 2014, may propose a name to appoint a Non-Executive Women Director in the Notice of AGM subsequent upon receipt of notice u/s 160 from a member.

Mr. Sanjit Dhawa be & is hereby proposed to be appointed as Managing Director of the Company. The Board recommends his appointment as Managing Director for member's approval at this AGM.

No director is related to any other director on the Board in terms of the provision of The Act.

c) Board Meeting Procedure

The meeting of the Board of Directors are being held at regular intervals of not more than four months at the Company's Registered Office at Kolkata and are generally scheduled well in advance and the provisions under the Companies Act, 1956 and those under clause 49 of the Listing Agreement are followed in this regard. The Board meets at least once in a quarter to review quarterly performance and financial results. The agenda of the meeting is prepared and circulated to the directors in advance. The Members of the Board have access to all information pertaining to the Company and are free to recommend inclusion of any matter in the agenda for the discussions. Senior Executives/Directors of the Group Company are invited to attend the Board meeting for discussion and providing inputs and their views, as and when required. During the financial year ending 31.03.2014, 6 (Six) meeting of the Board of Directors were held on 24.05.2013, 22.07.2013, 13.08.2013, 12.11.2013, 12.02.2014 and 18.03.2014

d) Responsibility

At the Board meetings of the Company the directors are being provided information stipulated in clause 49 of the Listing Agreement. The Board has a formal schedule of matters reserved for its consideration, which includes reviewing performance. The Company has designated the required information system for the purpose.

e) Attendance of Directors at Meetings:

The attendance Record of Directors at Board Meeting and at the last Annual General Meeting during the financial year 2013-14 is as follows:

<u>Name of the Director</u>	<u>Attendance at the Annual General Meeting held on 26.08.2013</u>	Attendance at the Board Meetings held during the year.	Directorship held in other Companies & Membership of Board Committees of other Companies	
		Total Meetings Attended	Chairmanship of Board committees of other Companies	Membership of other Board committees of other Companies
Mr. Sanjit Dhawa	Yes	6	--	--
Mr. Ranjeet Kumar Bihani	Yes	6	--	2
Mr. Mahavir Jain	Yes	6	--	--
Mr. Dilip Kumar Kanoria	Yes	6	--	--
Mr. Amal Jain	Yes	6	--	--

3) AUDIT COMMITTEE

The Composition procedure, role / function of the Audit Committee comply with the requirements of the Listing Agreement. The brief terms of reference of the Audit Committee includes the following:

1. Overseeing the Company's financial report process and disclosure of its financial information.
2. Review of quarterly and annual financial results before submission to the Board.
3. Disclosure with Statutory and Internal auditors about the nature and scope of audit and their observations.
4. Investigate any matter referred to by the Board.
5. The Composition of the Audit Committee:

Name of the Members	Category of Directorship	Designation
Mr. Mahavir Jain	Non-Executive	Chairman
Mr. Ranjeet Kumar Bihani	Executive	Member
Mr. Dilip Kumar Kanoria	Non-Executive	Member

During the year under review 4 (four) meetings of the Audit Committee were held.

4) SHAREHOLDERS'/INVESTORS' GRIEVANCES COMMITTEE

The Shareholders / Investors Grievance Committee is to look into the specific Complaints received from the Shareholders of the Company. The Composition of the said Committee is as follows:

Name of the Members	Category of Directorship	Designation
Mr. Ranjeet Kumar Bihani	Executive	Chairman
Mr. Mahavir Jain	Non-Executive	Member
Mr. Dilip Kumar Kanoria	Non-Executive	Member

During the year under review 4 (four) meeting of the Shareholders / Investors Grievances Committee were held.

5) NOMINATION & REMUNERATION COMMITTEE

The nomination & remuneration committee shall evaluate and approve the appointment and remuneration of senior executives, the Company's remuneration plan, annual salary increase principles and budgets, annual and long term incentive plans of the Company, policies and programs such as succession planning, employment agreements, severance agreements and any other benefits. The Committee consists of three members who are non executive directors. The composition of Remuneration & Nomination Committee is as under:

Name of the Members	Category of Directorship	Designation
Mr. Mahavir Jain	Non-Executive Independent	Chairman
Mr. Amal Jain	Non-Executive Independent	Member
Mr. Dilip Kumar Kanoria	Non-Executive Independent	Member

6) GENERAL BODY MEETINGS

The previous three Annual General Meetings of the Company held on the dates, at time and venue given below:

Financial Year	Date & Day	Time	Venue
2010 – 2011	06.09.2011, Tuesday	4.30 P.M	16.B.R.B.B Road, 3RD Floor, Kolkata-700001
2011 – 2012	24.08.2012, Friday	4.30 P.M	16.B.R.B.B Road, 3RD Floor, Kolkata-700001
2012 – 2013	26.08.2013, Monday	4.30 P.M	16.B.R.B.B Road, 3RD Floor, Kolkata-700001

All resolutions moved at the last Annual General Meeting were passed by a show of hands unanimously by all the members present by persons and by proxy at the Meeting.

Since there were no special resolution moved at the last Annual General Meeting and none of the businesses are proposed to be transacted at the ensuing Annual General Meeting which requires passing of a special resolution through postal ballot. Hence no resolutions were put through postal ballot.

7) DISCLOSURES

During the financial year ended March 31, 2014 there were no materially significant related party transactions with the Company's Directors or their relatives. The managing Director was paid with salary as per the details given under:

Details of remuneration paid to the Managing Director:

<u>Name</u>	<u>Salary</u>	<u>Total amount paid as on 31.03.2014</u>	<u>Period of Service Contract</u>
Mr. Sanjit Dhawa	Rs. 7,000/-	Rs. 10,500/-	5 (Five) year From : 17.02.2014

The Company has complied with all the statutory requirements comprised in the Listing Agreements / Regulations / Guidelines / Rules of the Stock Exchanges / SEBI / other Statutory Authorities.

8) MEANS OF COMMUNICATIONS

The quarterly / half-yearly and annual financial results of the Company are sent to the Stock Exchanges where the shares of the Company are listed immediately after they have been taken on record by the Board. The same are usually published in Eco of India, English daily and Arthik Lipi, Bengali Regional Newspaper. The Company is also providing information relating to the material events from time to the investors and to the public at large by faxing the information to the Stock Exchanges as and when happened.

9) GENERAL SHAREHOLDER INFORMATION

ANNUAL GENERAL MEETING :

Date : 11th Day of September, 2014

Day : Thursday

Time : 12.30 P.M

Venue : “The Community Hall”

10, Debendra Ghosh Road, Gr. Floor,

Bhawanipur, Kolkata – 700025.

DATE OF BOOK CLOSURE :

From : 18.09.2014 to 24.09.2014 (both days inclusive)

LISTING OF SECURITIES:

The Equity Shares of Your Company are now Listed on Bombay Stock Exchange Ltd. (BSE Ltd.) under scrip code : 538539 and The Calcutta Stock Exchange Limited under Scrip Code : 20080 and a Listing Application had been filed at BSE Ltd under direct listing mechanism.

LISTING FEES

The Company has paid listing fees for the financial year 2013 - 2014 to the Stock Exchange where the securities are listed.

DEMAT ISIN NUMBER FOR NSDL AND CDSL

ISIN number has been issued to Equity Shares by NSDL and CDSL is **INE075K01013**

THE REGISTRARS AND SHARE TRANSFER AGENTS

This is to inform you that the Registrar & Share Transfer Agent is M/s. Niche Technologies Private Limited having office at D-511, Bagree Market, 71, B.R.B. Road, 5th Floor, Kolkata-700001.

DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH, 2014:

Slab	No. of Shareholders		No. of Ordinary Shares	
	Total	% of Shareholders	Total	% of Shareholders
001-500	467	83.0961	24952	0.1540
501-1000	22	3.9146	21200	0.1309
1001-5000	28	4.9822	103150	0.6367
5001-10000	7	1.2456	51018	0.3149
10001-50000	4	0.7117	90730	0.5601
50001-100000	1	0.1779	77000	0.4753
100001 and above	33	5.8719	15831950	97.7281
Total	562	100.0000	16200000	100.0000

CATEGORY OF SHAREHOLDERS AS ON 31ST MARCH, 2014 :

Category	No. of Shares	%
Public	302950	1.870
Domestic Bodies Corporate	11463850	70.765
Clearing Member/Clearing Corpo.	0	0.000
Promoters & Associates	4433200	27.365
TOTAL	16200000	100.00

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The key areas of Management Discussion and Analysis are given below.

Overview

The financial statements have been prepared in compliance with the requirements of the Companies Act, 1956, guidelines issued by the Securities and Exchange Board of India (SEBI) and the Generally Accepted Accounting Principles (GAAP) in India. Our Management accepts responsibility for the integrity and objectivity of these financial statements, as well as for the various estimates and judgments used therein. The estimates and judgments relating to the financial statements have been made on a prudent and reasonable basis, so that the financial statements reflect in a true and fair manner the form and substance of transactions, and reasonably present our statement of affairs, profits and cash flows for the year.

Industry Structure & Developments

On the inflation front, last year saw consistent easing of headline WPI inflation which came close to the Reserve Bank's tolerance threshold by March, 2014. However, the food price pressures and endemic supply constraints continue to persist suggesting a cautious approach by RBI in near to medium term. In its latest annual monetary policy, RBI has indicated that the balance of risks stemming from its assessment of growth-inflation dynamic yields leaves little maneuvering space for further monetary easing.

RBI's current assessment is that activity will remain subdued during the first half of this year with a modest pick-up in the second half. Agricultural growth could return to trend levels if the monsoon is normal as recently forecast. The outlook for industrial activity remains subdued

Segment Wise or Product Wise

The global economic scenario has remained volatile and weak market sentiments continued in Fiscal 2014, worsened by the absence of major policy developments during the year. Most Indian markets experienced continued moderation of absorption.

Outlook

As your Company continues to implement its strategies, its financial condition at the end of Fiscal 2014 reflects the on-going effect of the above economic and business factors. Your Company believes that demand conditions in the real estate sector are exhibiting early signs of improvement, and signs of declining interest rates as well as renewed activity in the ending and public capital markets are expected to ease funding pressures. Hence, the Company is expecting to improve its performance and profitability in future.

Opportunities & Threats

Your Company plans to focus on the development of certain key projects in the country. In addition, your Company also intends to launch the sale of plotted developments at several locations in India. Business opportunities for the company are enormous as the new areas and segments are being explored. A larger segment of customers remain uncontained by large Companies. Your Company on its part is also well poised to seize new opportunities as they come.

Risks & Concerns

Your Company is exposed to a number of risks such as economic, regulatory, taxation and environmental risks and also the investment outlook towards Indian real estate sector.

Some of the risks that may arise in its normal course of its business and impact its ability for future developments include inter-alia, credit risk, liquidity risk, counterparty risk, regulatory risk, commodity inflation risk and market risk. Your Company's chosen business strategy of focusing on certain key products and geographical segments is also exposed to the overall economic and market conditions. Your Company has implemented robust risk management policies and guidelines that set out the tolerance for risk and your Company's general risk management philosophy. Accordingly, your Company has established a framework and process to monitor the exposures to implement appropriate measures in a timely and effective manner.

Internal Control System and Adequacy

Internal control systems and procedures in the Company are commensurate with the size and the nature of Company's business and are regularly reviewed and updated by incorporating changes in regulatory provisions in order to safeguard the assets and to ensure reliability of financial reporting.

Human Resources

The Company continues to give priority to its human assets. The Company provides a fair and equitable work environment to all its employees. The Company is continuously working to create and nurture an atmosphere which is highly motivated and result oriented.

Financial Performance

The financial performance of the Company for the year under review is discussed in detail in the Directors Report.

For and on behalf of board of directors
RANJEET KUMAR BIHANI
Chairman

CEO/CFO CERTIFICATION

We have reviewed financial statements and the Cash Flow statement for the year and that to the best of our knowledge and belief:

- i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading ;
- ii. These statements together present a true and fair view of the Company's affairs and comply with existing accounting standards, applicable laws and regulations.

There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year that are fraudulent, illegal or violative of the Company's code of conduct.

We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

We have indicated to the Auditors and the Audit Committee:

1. Significant changes in the internal control during the year;
2. Significant changes in the accounting policies during the year, if any, and that the same have been disclosed in the notes to the financial statements; and
3. Instances of significant fraud and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system.

For and on behalf of board of Directors

Place: Kolkata
Date : 26.05.2014

Mr. Prabir Das
[CEO & Managing Director]

MAROTI & ASSOCIATES

Chartered Accountants“

Mercantile Building, 9/12, Lal Bazar Street
E” Block, 3rd Floor, Suite No. 2
Kolkata - 700 001
Phone : 033-2231 9391 / 92, 3293 8733(D)
Tel/Fax : (033) 2243-8371
Mobile : 98310 48621
E-mail : mkmaroti@sify.com

AUDITORS’ CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members of
M/s. J. TAPARIA PROJECTS LTD.
16, B. R. B. B. Road, 3rd Floor, Kolkata - 700001.

We have examined the Compliance of the Conditions of Corporate Governance by **J.TAPARIA PROJECTS LTD.** for the year ended on **March 31, 2014** as stipulated in clause 49 of the Listing Agreement of the said Company with the Stock Exchanges.

The Compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring Compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion of the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we confirm that the Company has generally complied with the conditions of Corporate Governance as stipulated in clause 49 of the above-mentioned Listing Agreement.

As required by the Guidance note issued by the institute of Chartered Accountants of India, we have to state that based on the report given by the Registrar of Company to the investor’s Grievance Committee, there was no Investors’ Grievance matter remaining unattended for more than 30 days as on **31st March, 2014** against the Company.

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

For MAROTI & ASSOCIATES
Chartered Accountants

(M.K.MAROTI)
Proprietor

M. No. 057073

Firm Reg. No: 322770E

Place : Kolkata

Date : 26th Day of May, 2014

AUDITORS' REPORT

To the Members

M/s. J. Taparia Projects Limited

REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying financial statements of **J.TAPARIA PROJECTS LIMITED**, which comprise the Balance Sheet as at March 31, 2014, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

OPINION

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

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- (b) in the case of the statement of Profit and Loss, of the **LOSS** for the year ended on that date; and
- (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - a. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books and proper returns adequate for the purposes of our audit have been received from branches not visited by us;
 - c. the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account and with the returns received from branches not visited by us;
 - d. in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
 - e. on the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

For MAROTI & ASSOCIATES
Chartered Accountants
M.K.MAROTI
(Proprietor)

(M. No.057073)
(Firm Reg. No: 322770E)

Date : **26th Day of May, 2014**
Place : **Kolkata**

ANNEXURES TO THE AUDITORS' REPORT

Referred to in paragraph 3 of our Report of even date on the Accounts for the year ended on **31.03.2014**.

1. The Company had No fixed assets during the year. Hence Clause 4(I) (a) (b) and (c) are not applicable
2. The Company had No Inventories during the year hence clause 4(II) (a) (b) and (c) are not applicable to it.
3. a) The Company has not granted unsecured loans to parties covered in the Register maintained under Sec 301 of the Companies Act. Hence clause 4(III) (b) (c) and (d) are not applicable
b) The Company has not taken unsecured Loan from Party covered in the Register maintained under Sec 301 of the Act Hence clause 4(III) (f) and (g) are not applicable.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business. Further on the basis of our examinations and according to the information and explanations given to us we have neither come across nor have we been informed of any instance of major weakness in the aforesaid internal control systems.
5. a) In our opinion and according to the information and explanations given to us we are of the opinion that the transactions in which Directors are interested as contemplated under Sec 299 of the Companies Act , 1956 and which required to be so entered in the register maintained under SEC 301 of the said Act , have been so entered
b) In our opinion and according to the information and explanations given to us the Company has not entered into any transaction made in pursuance of contracts or arrangements entered in the Register maintained under Sec 301 of the Companies Act 1956 exceeding Rs 5,00,000 / or more in respect of any party. Accordingly Paragraph (V) (b) of the order is not applicable.
6. The Company has not accepted any deposits from the public. In our opinion and according to the information and explanations given to us the directives issued by the Reserve Bank of India and the provisions of sections 58A. 58AA or any other relevant provisions of the Act and the rules framed there under, to the extent applicable have been complied with.
7. In our opinion, the company has an internal audit system commensurate with the size and nature of its business.

8. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under clause (d) of sub-section (1) of Section 209 of the Companies Act, 1956 in respect of services carried out by the Company
9. a) According to the records examined by us, the company is regular in depositing with appropriate authorities undisputed Income Tax Wealth Tax, Service Tax, Custom Duty, Excise Duty, Investor Education Protection Fund, Cess and other statutory dues applicable to it.
As informed to us provisions relating to Provident Fund, Employees State Insurance, Sales Tax, are not applicable to it.
b) According to the information and explanations given to us, no undisputed amounts payable in respect of Income Tax Wealth Tax, Service Tax, Custom Duty, Excise Duty, Investor Education Protection Fund, Cess and other statutory dues were outstanding at the year end for a period of more than Six Months from the date they became payable.
As informed to us provisions relating to Provident Fund, Employees State Insurance, Sales Tax, are not applicable to it.
10. The Company has accumulated losses at the end of the Financial Year which is less than fifty percent of the net worth of the company. Further it has not incurred cash losses during the financial year ended on that date and in the immediately preceding financial year.
11. Based on our audit procedures and as per the information and explanations given by the management, the company has not defaulted in repayment of dues to financial institutions or bank. There were no outstanding debentures during the year
12. According to the information and explanations given to us and based on the documents and records produced to us, the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities
13. In our opinion, the company is not a chit fund or a nidhi / mutual benefit fund/society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
14. In respect of dealing / trading in shares in our opinion and according to the information and explanations given to us proper records have been maintained of the transactions and contracts and timely entries have been made therein in. The shares have been held by the Company in its own name
15. According to the information and explanations given to us, the company has not given any guarantee for loans taken by others from bank or financial institutions.
16. The Company has not obtained any term loans. Accordingly clause 4(xvi) of the Order is not applicable.

17. According to the information and explanations given to us and on the basis of an overall examination of the balance sheet of the Company, we report that the Company has not utilized any funds raised on short term basis for long term investments.
18. The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act. Accordingly, clause 4(xviii) of the order is not applicable.
19. The Company did not have any outstanding debentures during the year. Accordingly, clause 4(xix) of the order is not applicable.
20. The Company has not raised any money by public issues during the year. Accordingly, clause 4(xx) of the order is not applicable.
21. Based upon audit procedures performed for the purposes of reporting the true and fair view of the financial statements and as per the information and explanation given by the management, we report that no fraud on or by the company has been noticed or reported by the management during the year under audit.

For MAROTI & ASSOCIATES
Chartered Accountants

(M.K.MAROTI)
Proprietor

M. No.057073

Firm Reg.No : 322770E

Date : 26th Day of May, 2014

Place : Kolkata

BALANCE SHEET AS AT 31ST MARCH, 2014

	Note No	31ST MARCH, 2014	31ST MARCH, 2013
		₹	₹
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	162,000,000	162,000,000
(b) Reserves and Surplus	3	1,710,983	1,718,103
(2) Non-Current Liabilities			
(a) Deferred Tax Liabilities	4	3,072	-
(2) Current Liabilities			
(a) Other current liabilities	5	91,148	19,862
(b) Short-term Provisions	6	203,152	206,625
Total		164,008,355	163,944,590
II. ASSETS			
(1) Fixed Assets			
(a) Tangible Assets	7	42,724	-
(1) Non-current assets			
(a) Non-current investments	8	159,485,000	150,130,000
(2) Current assets			
(a) Cash and cash equivalents	9	1,171,782	497,998
(b) Short-term loans and advances	10	3,205,237	13,234,914
(c) Other current assets	11	103,612	37,578
(d) Trade Receivable	12	-	44,100
Total		164,008,355	163,944,590

Significant Accounting Policies

1

In terms of our report of even date

Other Notes on Accounts

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For MAROTI & ASSOCIATES

For and on behalf of the Board

(Chartered Accountants)

Sanjit Dhawa
Managing Director

M. K. Maroti
(Proprietor)

Ranjeet Kumar Bihani
Director

(M.NO : 057073)
(Firm Regd. NO : 322770E)

Place : Kolkata

Rahul Srivastava

Date : 26th day of May, 2014

Company Secretary

**STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED
ON 31ST MARCH, 2014**

	Note No	31ST MARCH, 2014	31ST MARCH, 2013
		₹	₹
I. REVENUE FROM OPERATIONS	13	700,000	360,000
II. OTHER INCOME	14	689,139	118,857
III. TOTAL REVENUE		1,389,139	478,857
<u>IV. EXPENSES</u>			
Employee Benefit Expense	15	426,000	135,400
Depreciation and Amortisation	16	4,106	-
Finance Costs	17	-	59,178
Other Expenses	18	288,921	271,974
		719,027	466,552
Profit Before Exceptional Items		670,112	12,305
Less: Exceptional Items	19	674,160	-
Profit Before Tax		(4,048)	12,305
Tax Expense			
Current Tax		-	(3,152)
Deferred Tax		(3,072)	-
Profit / (Loss) For The Period		(7,120)	9,153
Earning Per Equity Share	20		
Basic		(0.000)	0.001
Diluted		(0.000)	0.001

Significant Accounting Policies

1 In terms of our report of even date

Other Notes on Accounts

21 **For MAROTI & ASSOCIATES**

For and on behalf of the Board

(Chartered Accountants)

Sanjit Dhawa

M. K. Maroti

Managing Director

(Proprietor)

(M.NO : 057073)

Ranjeet Kumar Bihani

Director

Rahul Srivastava
Company Secretary

Place : Kolkata

Date : 26th day of May, 2014

**NOTE FORMING PART OF THE BALANCE SHEET AS AT
& STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2014**

NOTE - 2 SHARE CAPITAL	31ST MARCH, 2014	31ST MARCH, 2013
	₹	₹
Authorised 1,62,00,000 (P.Y. 1,62,00,000) Equity Shares of Rs.10/- each	162,000,000	162,000,000
Issued, Subscribed & Paid up 1,62,00,000 (P.Y. 1,62,00,000) Equity Shares of Rs.10/- each fully paid up in cash	162,000,000	162,000,000
	162,000,000	162,000,000

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

	31ST MARCH, 2014		31ST MARCH, 2013	
	Nos	Amount	Nos	Amount
Shares outstanding at the beginning of the year	16,200,000	162,000,000	16,200,000	162,000,000
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	16,200,000	162,000,000	16,200,000	162,000,000

B.
TERMS/ RIGHTS ATTACHED TO EQUITY SHARES

The Company has only one class of equity share having par value of Rs.10/- per share. Each holder of Equity share is entitled to one vote per share

In the event of liquidation of the company, the holder of equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amounts. The Distribution will be in proportion to the number of equity share held by the shareholders

C.
Details of shareholders holding more than 5% shares of the Company

NAME OF THE SHAREHOLDER	31ST MARCH, 2014		31ST MARCH, 2013	
	Nos	%	Nos	%
(EQUITY SHARES OF RS.10/- EACH FULLY PAID UP)				
OASIS SYNTEX PRIVATE LIMITED	2,450,000	15.12	2,450,000	15.12
MAXXON TRADING AND FINVEST PVT. LTD.	1,980,000	12.22	1,980,000	12.22

As per the records of the Company, including its Register of Members and other declarations received from the shareholders regarding beneficial interest, the above shareholders represents legal ownership of shares

D.
SHARES ISSUED FOR CONSIDERATION OTHER THAN CASH

Out of the above 1,60,00,000 (1,60,00,000) Equity Shares have been allotted as fully paid up for consideration other than cash

**NOTE FORMING PART OF THE BALANCE SHEET AS AT & STATEMENT OF
PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2014**

	2013-2014 ₹		2012-2013 ₹
NOTE - 3			
RESERVES & SURPLUS			
Amalgamation Reserve			
Balance As per last Year	2,592,165		2,592,165
Add : Addition During the year	-		-
A	2,592,165		2,592,165
Profit and Loss Account			
Balance As Per last Account	(874,062)		(883,215)
Add : Addition During the year	(7,120)		9,153
	(881,182)		(874,062)
B	(881,182)		(874,062)
TOTAL (A+B)	1,710,983		1,718,103
NOTE - 4			
DEFERRED TAX LIABILITY			
Opening Liability	-		-
Add: Generated during the year	3,072		-
Less: Liability Reversed	-		-
Closing Liability	3,072		-
NOTE - 5			
OTHER CURRENT LIABILITIES			
Liabilities for Expenses	31,140		19,862
TDS Payable for AY 2014-15	60,000		-
Sundry Advance	8		-
	91,148		19,862
NOTE - 6			
SHORT-TERM PROVISIONS			
Provision for Dimuntion in the value of investment	200,000		200,000
Provision for Taxation	3,152		6,625
	203,152		206,625

NOTE - 8

NON CURRENT INVESTMENTS

(Long Term, Non Trade, Valued at Cost)

UNQUOTED SHARES

Investment in Wholly Owned Subsidiaries

TELEQUIP TIE UP LTD.	10	70,000	10,500,000	10	70,000	10,500,000
AUROPLUS AGENCIES LTD.	10	70,000	10,500,000	10	70,000	10,500,000
TIMESOUND COMMODITIES LTD.	10	70,000	10,500,000	10	70,000	10,500,000
WOODSTICK TRADELINKS LTD.	10	70,000	10,500,000	10	70,000	10,500,000
ARROWSPACE COMMERCIAL LTD.	10	70,000	10,500,000	10	70,000	10,500,000
GOLDERS VINTRADE LTD.	10	70,000	10,500,000	10	70,000	10,500,000
		420,000	63,000,000		420,000	63,000,000

Investment in Others

Un Quoted

SHREE LAKSHMINARAYAN PAPER MILLS LTD.(In liquidation)	10	20,000	200,000	10	20,000	200,000
KEYSTAR REALTORS PVT. LTD.	1	80,000	40,000,000	1	80,000	40,000,000
EVERSAFE HIGHRISE PVT.LTD.	1	80,000	40,000,000	1	80,000	40,000,000

Quoted

SHREE SECURITIES LTD *	10	39,800	10,945,000	10	25,200	6,930,000
VEGETABLE PRODUCTS LTD **	10	178,000	5,340,000		-	-
		397,800	96,485,000		205,200	87,130,000
TOTAL		817,800	159,485,000		625,200	150,130,000

MARKET VALUE QUOTED SHARE

6,930,000

6,930,000

BOOK VALUE QUOTED SHARE :

16,285,000

6,930,000

* 14,600 shares are not registered in the name of the company as on 31.03.2014

** shares allotted on preferential basis and are locked in from 13.01.2014 (i.e the date of allotment) to 14.01.2015

**NOTE FORMING PART OF THE BALANCE SHEET AS AT & STATEMENT OF
PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2014**

	2013-14 ₹	2012-13 ₹
<u>NOTE - 9</u>		
<u>CASH & CASH EQUIVALENTS :</u>		
Cash in hand (As certified)	365,182	285,759
Balances with Schedule Bank in Current Account	806,600	212,239
	1,171,782	497,998
<u>NOTE - 10</u>		
<u>SHORT TERM LOANS & ADVANCES</u>		
(Unsecured , Considered good)		
Loans (to bodies corporate)	3,153,737	13,183,414
Income Tax Refund Receivable	51,500	51,500
	3,205,237	13,234,914
<u>NOTE - 11</u>		
<u>OTHER CURRENT ASSETS</u>		
(Unsecured, Considered good)		
Security Deposit	9,000	9,000
Tax Deducted At Source	94,612	28,578
	103,612	37,578
<u>NOTE - 12</u>		
<u>TRADE RECEIVABLE</u>		
Sundry debtors (Unsecured, considered good)	-	44,100
Outstanding for less than six months	-	44,100
	-	44,100
<u>NOTE - 13</u>		
<u>REVENUE FROM OPERATIONS</u>		
Service Charges	700,000	360,000
	700,000	360,000
<u>NOTE - 14</u>		
<u>OTHER INCOMES</u>		
Interest	689,066	103,437
Excess liabilities written back	-	15,420
Interest on Income Tax Refund	73	-
	689,139	118,857
<u>NOTE - 15</u>		
<u>EMPLOYEE BENEFIT EXPENSES</u>		
Salary & Bonus	415,500	135,400
Directors Remuneration	10,500	-
	426,000	135,400
<u>NOTE - 16</u>		
<u>DEPRECIATION & AMORTIASATION</u>		
Depreciation	4,106	-
	4,106	-
<u>NOTE - 17</u>		
<u>FINANCE COSTS</u>		
Interest Paid	-	59,178
	-	59,178

**NOTE FORMING PART OF THE BALANCE SHEET AS AT
& STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2014**

	2013-14	2012-13
	₹	₹
<u>NOTE - 18</u>		
<u>OTHER EXPENSES .</u>		
Advertisement	15,606	25,770
Audit Fees	28,090	21,912
Bank Charges	298	222
Certification Fees	6,685	5,000
Computer Data Entry Charges	13,500	18,000
Demat Charges	427	-
Depository Expenses	67,416	67,416
Filing Fees	4,000	5,500
Internal Audit Fees	3,000	3,000
Listing Fees	39,326	39,326
Miscellaneous Expenses	12,126	12,353
Postage & Stamps	5,815	4,769
Printing & Stationery	20,323	17,173
Professional Fees	33,251	33,000
Rates & Taxes	4,400	5,050
Registrar & transfer Agent fees	13,483	13,483
Interest on Income Tax paid	1,620	-
Other Interest Paid	177	-
Bad debts written off	12,378	-
Website Expenses	7,000	-
	288,921	271,974
<u>NOTE - 19</u>		
<u>EXCEPTIONAL ITEMS</u>		
Professional fees for direct listing to BSE	112,360	-
Processing fees for direct listing to BSE	561,800	-
	674,160	-
<u>NOTE - 20</u>		
<u>EARNING PER SHARE</u>		
Net Profit after tax as per Statement of Profit and Loss(A)	(7,120)	9,153
weighted Average number of equity shares outstanding (B)	16,200,000	16,200,000
Basic and Diluted Earnings per share (₹) [A/B]	(0.000)	0.001
Face value per equity share (₹)	10	10

NOTE – 1**Significant Accounting Policies :****01 ACCOUNTING CONVENTIONS**

The Financial Statements are prepared on Historical Cost Convention. Financial Statements are prepared in accordance with relevant presentational requirements of the Companies Act, 1956 and applicable mandatory Accounting Standards.

02 INVESTMENTS

Investments that are readily realizable and intended to be held for not more than a year are classified as Current Investments. All other Investments are classified as Non-Current Investments. Current Investments are stated at lower of cost and market rate on an individual investment basis. Non-Current Investments are considered 'at cost' on individual investment basis, unless there is a decline other than temporary in the value, in which case adequate provision is made against such diminution in the value of investments.

03 RECOGNITION OF INCOME & EXPENDITURE

Income & Expenditures are accounted for on accrual basis, except Dividend which is accounted for on Receipt Basis.

04 FIXED ASSETS

Fixed Assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

05 DEPRECIATION ON FIXED ASSETS

Depreciation has been provided on written down value method at the rates and in the manner prescribed in schedule XIV of the Companies Act, 1956.

06 IMPAIRMENT OF ASSETS

i. The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing the value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital.

ii. After impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

07 TAXES ON INCOME

Current Tax is determined as the amount of tax payable in respect of taxable income for the year.

Deferred Tax is recognised, subject to consideration of prudence, in respect of deferred tax assets / liabilities on timing difference, being the difference between taxable income and accounting income that originated in one period and are capable of reversal in one or more subsequent periods.

08 CONTINGENT LIABILITIES

Contingent Liability, if any is disclosed by way of notes on accounts.

09 EARNING PER SHARE

Earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders, by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

10 PROVISIONING FOR DEFERRED TAXES

The Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961.

Deferred Tax resulting from "timings difference" between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantially enacted as on the Balance Sheet date. The Deferred Tax Asset is recognized and carried forward only to the extent that there is a reasonable certainty that the assets will be realized in future.

NOTE 21 OTHER NOTES ON ACCOUNTS

- 1 Based on the information / documents available with the Company, no creditor is covered under Micro, Small and Medium Enterprise Development Act, 2006. As a result, no interest provision/payments have been made by the Company to such creditors, if any, and no disclosures thereof are made in these accounts.
- 2 Loans , advances and sundry debtors and sundry creditors balances are subject to confirmation by the respective parties.
- 3 The management has assessed that there is no impairment of Fixed Assets requiring provision in the Accounts. Accordingly, there is no debit to the Profit & Loss Account for the impairment of Assets.
- 4 The Company has an Investment of Rs. 2,00,000/- in equity shares of M/S SHREE LAXMI NARAYAN MILLS LIMITED, which is under liquidation. 100% provision has been made in the books as there is permanent dimunition in the value of investment.
- 5 The Company is engaged in the business of Consultancy Services and Investing activities and there are no separate reportable segments as per AS -17.

6 Related Party Disclosure :

As per accounting standard 18 the information for related parties is given below:

Name of the related parties

ASSOCIATES

SUBSIDIARIES

1. Arrowspace Commercial Limited
2. Auroplus Agencies Limited
3. Golders Vintrade Limited
4. Telequip Tie Up Limited
5. Timesound Commodities Limited
6. Woodstick Tradelinks Limited

KEY MANAGEMENT PERSONNEL (KMP)

1. Ranjeet Kumar Bihani

RELATIVES OF (K M P)

RELATED PARTY TRANSACTION

Sl. No.	<u>Nature of Transaction</u>	<u>Relation</u>	<u>31-03-2014</u>
1	Directors' Remuneration paid Sanjit Dhawa	Director	10,500

- 7 The Company has Complied this information based on the current information in its possession. As at 31.03.2014, No supplier has intimated the Company about its status as a Micro or Small enterprise or its Registration with the appropriate authority under Micro, Small and Medium Enterprise Development Act, 2006.
Amount due to Micro Small and Medium Enterprises as on 31.03.2014 NIL (P.Y NIL)
- 8 Expenditure in foreign Currency as on 31.03.2014 is NIL (P.Y. NIL)
- 9 No provision has been made on account of leave salary as there are no leave to the credit of employees as at the end of the year.
- 10 No provision has been made on account of gratuity as there are no employees who have completed the required number of years as per the Payment of Gratuity Act, 1972.
- 11 Previous Year figures have been regrouped, rearranged or recasted wherever considered necessary.
- 12 The company has applied for admission of its securities with The Bombay Stock Exchange and the said application is pending.

For and on behalf of the Board

In terms of our report of even date
For Maroti & Associates
Chartered Accountants
M.K. Maroti, FCA
Proprietor
M.No. 057073

Ranjeet Kumar Bihani Sanjit Dhawa Rahul Srivastava
Director Managing Director Company Secretary

Place : Kolkata

Date : 26th day of May, 2014

**J. TAPARIA PROJECTS LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2014**

	Particulars	For the Year		For the Year	
		Ended 31.03.2014		Ended 31.03.2013	
A	Cash Flow From Operating Activities				
	Net Profit Before Tax and Extraordinary Items	-		-	-
	Adjustment For:				
	Depreciation	4,106	4,106	-	-
	Operating Profit Before Working Capital Changes		58		12,305
	Adjustment For:				
	(Decrease)/Increase in Long Term Borrowings	-		(120,079,890)	-
	Decrease/(Increase) in Loans & Advances	10,029,677		(12,598,937)	-
	Income Tax (paid)/refund /TDS	(66,034)		(11,700)	-
	(Decrease)/Increase in Current Liabilities	71,286		(14,408)	-
	(Decrease)/Increase in Provision for Tax	(3,473)			-
	Decrease/(Increase) in Trade Receivables	44,100		(44,100)	-
	Cash Generated From Operating Activities		10,075,556		(132,749,035)
	Net Cash From Operating Activities		10,075,614		(132,736,730)
			10,075,614		(132,736,730)
B	Cash Flow From Investing Activities				
	Increase/ (Decrease) of Fixed Assets	(46,830)	-	-	-
	Increase/ (Decrease) of Investments	(9,355,000)	(9,401,830)	132,570,000	132,570,000
			9,401,830		132,570,000
C	Cash Flow From Financing Activities				
	Net Increase/(Decrease) in Cash & Cash Equivalent		673,784		(166,731)
	Cash & Cash Equivalent At the Beginning of the Year		497,998		664,728
	Cash & Cash Equivalent at the End of the Year		1,171,782		497,998

NOTES

1 Cash Flow Statement has been prepared under the indirect method as set out in Accounting Standard 3 issued by the Institute of Chartered Accountants of India.

2 Cash & Cash Equivalents Comprise:

	<u>31/03/2014</u>	<u>31/03/2013</u>
Cash on Hand	365,182	285,759
Balance With Schedule Banks in current Account	806,600	212,239
	1,171,782	497,998

For and on behalf of the Board

RANJEET KUMAR BIHANI
Director

SANJIT DHAWA
Managing Director

Rahul Srivastava
Company Secretary

In terms of our report of even date
For MAROTI & ASSOCIATES
(CHARTERED ACCOUNTANTS)

M. K. Maroti
(Proprietor)

M. No. 057073

Firm Reg. No : 322770E

Place : Kolkata

Date : 26th day of May, 2014

STATEMENT UNDER SECTION 212 OF THE COMPANIES ACT

		Arrowspace Commercial Ltd.	Auroplus Agencies Ltd.	Golders Vintrade Ltd.	Telequip Tie Up Ltd.	Timesound Commodities Ltd.	Woodstick Tradelinks Ltd.
1	FINANCIAL YEARS OF THE SUBSIDIARY COMPANY ENDED ON	31.03.2014	31.03.2014	31.03.2014	31.03.2014	31.03.2014	31.03.2014
2	SHARES OF THE SUBSIDIARY COMPANY HELD ON THE ABOVE DATE AND EXTENT OF HOLDING ➤ EQUITY SHARES ➤ EXTENT OF HOLDING	70,000 100%	70,000 100%	70,000 100%	70,000 100%	70,000 100%	70,000 100%
3	THE NET AGGREGATE AMOUNT OF THE SUBSIDIARIES PROFIT/ (LOSS) SO FAR AS IT IS CONCERNED WITH THE MEMBERS OF THE J TAPARIA PROJECTS LTD						
	NOT DEALT WITHIN THE HOLDING COMPANY'S ACCOUNTS						
	FOR THE FINANCIAL YEAR OF THE SUBSIDIARY	(19,576)	(18,971)	(19,354)	(19,384)	(19,864)	(19,533)
	FOR THE PREVIOUS FINANCIAL YEARS OF THE SUBSIDIARY/SINCE IT BECAME THE HOLDING COMPANY'S SUBSIDIARY	(9,802)	(10,249)	(10,502)	(10,654)	(10,854)	(10,929)
	DEALT WITHIN THE HOLDING COMPANY'S ACCOUNTS						
	FOR THE FINANCIAL YEAR OF THE SUBSIDIARY	NIL	NIL	NIL	NIL	NIL	NIL
	FOR THE PREVIOUS FINANCIAL YEARS OF THE SUBSIDIARY/SINCE IT BECAME THE HOLDING COMPANY'S SUBSIDIARY	NIL	NIL	NIL	NIL	NIL	NIL
4	MATERIAL CHANGES, IF ANY BETWEEN THE END OF THE FINANCIAL YEAR OF THE SUBSIDIARY COMPANY AND THAT OF THE HOLDING COMPANY	NIL	NIL	NIL	NIL	NIL	NIL
5	ADDITIONAL INFORMATION ON SUBSIDIARY COMPANIES						
	SHARE CAPITAL	700,000	700,000	700,000	700,000	700,000	700,000
	RESERVES & SURPLUS	9,759,850	9,759,668	9,758,802	9,757,975	9,758,010	9,757,241
	TOTAL ASSETS	10,461,370	10,461,168	10,460,302	10,459,475	10,459,510	10,458,741
	TOTAL LIABILITIES	10,461,370	10,461,168	10,460,302	10,459,475	10,459,510	10,458,741
	INVESTMENTS	1,01,75,000	99,97,500	1,01,65,000	1,00,93,750	1,01,75,000	1,01,07,405
	TURNOVER	-	-	-	-	-	-
	PROFIT BEFORE TAX	(19,576)	(18,971)	(19,354)	(19,384)	(19,864)	(19,533)
	PROFIT AFTER TAX	(19,576)	(18,971)	(19,354)	(19,384)	(19,864)	(19,533)

INDEPENDENT AUDITORS' REPORT

To the Board of Directors of

J. TAPARIA PROJECTS LIMITED**REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS**

We have audited the accompanying consolidated financial statements of **J. TAPARIA PROJECTS LIMITED** (the "Company") and its subsidiaries (collectively referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2014, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the Accounting Principles generally accepted in India including Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated 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 consolidated financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Group's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

OPINION

In our opinion and to the best of our information and according to the explanations given to us, and based on consideration of the reports of the other auditors on the financial statements/ consolidated financial statements of the subsidiaries as noted below, the consolidated financial statement give a true and fair view in conformity with the accounting principles generally accepted in India

(a) in the case of the Consolidated Balance Sheet, of the state of affairs of the Group as at March 31, 2014;

(b) in the case of the Consolidated Statement of Profit and Loss, of the **LOSS** of the Group for the year ended on that date; and

(c) in the case of the Consolidated Cash Flow Statement, of the cash flows of the Group for the year ended on that date.

OTHER MATTERS

We did not audit the financial statements/ consolidated financial statements of the subsidiary whose financial statements/ consolidated financial statements reflect total assets of Rs. 6,27,60,565/- as at 31st March, 2014 and total revenues of Rs. 29,700/- for the year ended on that date and cash flows amounting to Rs. 2,47,773/- for the year then ended. These financial statements/ consolidated financial statements have been audited by other auditors whose report has been furnished to us and our opinion in so far as it relates to the amounts included in respect of the subsidiaries, is based solely on the report of the other auditors.

For MAROTI & ASSOCIATES
Chartered Accountants

(M.K.MAROTI)

Proprietor

M. No. :

057073

Firm Reg.

No. : 322770E

Place : Kolkata

Date : 26th Day of May, 2014

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2014

	Note No	31ST MARCH, 2014	31ST MARCH, 2013
		RS.	RS.
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	162,000,000	162,000,000
(b) Reserves and Surplus	3	60,262,549	60,386,351
(2) Non-Current Liabilities			
(a) Deferred Tax Liabilities	4	3,072	-
(3) Current Liabilities			
(a) Other current liabilities	5	100,148	28,862
(b) Short-term Provisions	6	203,152	206,625
Total		222,568,921	222,621,838
II.Assets			
(1) Non-current assets			
(a) Fixed Assets	7		
(i) Tangible Assets		42,724	-
(ii) Intangible Assets		58,800,000	58,800,000
(b) Non-current investments	8	157,198,655	148,170,000
(2) Current assets			
(a) Cash and cash equivalents	9	3,142,473	2,220,916
(b) Short-term loans and advances	10	3,205,237	13,234,914
(c) Other current assets	11	179,832	151,908
(d) Trade Receivable	12	-	44,100
Total		222,568,921	222,621,838

SIGNIFICANT ACCOUNTING POLICIES 1
 OTHER NOTES ON ACCOUNTS 21

In terms of our report of even date
For MAROTI & ASSOCIATES
(CHARTERED ACCOUNTANTS)

For and on behalf of the Board

Ranjeet Kumar Bihani **Sanjit Dhawa**
 Director Managing Director

M. K. Maroti
 (Proprietor)
 (M.NO : 057073)
 (FIRM REG NO : 322770E)

RAHUL SRIVASTAVA
 Company Secretary

Place : Kolkata

Date : 26th day of May, 2014

Consolidated statement of Profit & Loss for the year ended 31st march, 2014

	Note No	31ST MARCH, 2014	31ST MARCH, 2013
		RS.	RS.
I . REVENUE FROM OPERATIONS	13	700,000	360,000
II. OTHER INCOME	14	718,839	187,407
III. TOTAL REVENUE		1,418,839	547,407
IV. EXPENSES			
Employee Benefit Expense	15	426,000	135,400
Finance Costs	16	-	59,178
Depreciation & Amortisation	17	42,216	38,110
Other Expenses	18	397,193	365,404
		865,409	598,092
Profit Before Exceptional Items		553,430	(50,685)
Less: Exceptional Items	19	674,160	-
Profit Before Tax		(120,730)	(50,685)
Tax Expense			
Current Tax		-	(3,152)
Deferred Tax		(3,072)	-
Profit / (Loss) For The Period		(123,802)	(53,837)
Earning Per Equity Share			
Basic	20	(0.008)	(0.003)
Diluted	20	(0.008)	(0.003)

SIGNIFICANT ACCOUNTING POLICIES

1

In terms of our report of even date

OTHER NOTES ON ACCOUNTS

21

**For MAROTI & ASSOCIATES
(CHARTERED ACCOUNTANTS)**

For and on behalf of the Board

RANJEET KUMAR BIHANI
Director

SANJIT DHAWA
Managing Director

M. K. Maroti
(Proprietor)
(M.NO : 057073)
(FIRM REG NO : 322770E)

RAHUL SRIVASTAVA
Company Secretary

Place : Kolkata

Date : 26th day of May, 2014

**Notes forming part of the consolidated balance sheet as at
& consolidated statement of profit & loss for the year ended 31st march, 2014**

	31ST MARCH, 2014	31ST MARCH, 2013
	Rs.	Rs.
NOTE - 2		
<u>SHARE CAPITAL</u>		
<u>Authorised</u>		
1,62,00,000 Equity Shares of Rs.10/- each	162,000,000	162,000,000
<u>Issued, Subscribed & Paid up</u>		
1,62,00,000 Equity Shares of Rs.10/- each fully paid up in cash	162,000,000	162,000,000
	162,000,000	162,000,000

**A. Reconciliation of the number of shares outstanding at the beginning
and at the end of the reporting period**

	2013-14		2012-13	
	Nos	Amount	Nos	Amount
Shares outstanding at the beginning of the year	16,200,000	162,000,000	16,200,000	162,000,000
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	6,200,000	162,000,000	16,200,000	162,000,000

B. TERMS/ RIGHTS ATTACHED TO EQUITY SHARES

The Company has only one class of equity share having par value of Rs. 10/- per share. Each holder of Equity share is entitled to one vote per share.

In the event of liquidation of the company, the holder of equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amounts. The Distribution will be in proportion to the number of equity share held by the shareholders.

C. Details of shareholders holding more than 5% shares of the Company

NAME OF THE SHAREHOLDER	2013-14		2012-13	
	Nos	%	Nos	%
(EQUITY SHARES OF RS 10/ EACH FULLY PAID UP)				
OASIS SYNTEX PRIVATE LIMITED	2,450,000	15.12	2,450,000	15.12
MAXXON TRADING AND FINVEST PVT. LTD.	1,980,000	12.22	1,980,000	12.22

As per the records of the Company, including its Register of Members and other declarations received from the shareholders regarding beneficial interest, the above shareholders represent legal ownership of shares.

	31ST MARCH, 2014 Rs.	31ST MARCH, 2013 Rs.
NOTE - 3		
RESERVES & SURPLUS		
Securities Premium		
Balance as per last year	58,800,000	58,800,000
Add : Addition During the year	-	-
A	58,800,000	58,800,000
Amalgamation Reserve		
Balance As per last Year	2,592,165	2,592,165
Add : Addition During the year	-	-
B	2,592,165	2,592,165
Profit and Loss Account		
Balance As Per last Account	(1,005,814)	(951,977)
Add : Addition During the year	(123,802)	(53,837)
C	(1,129,616)	(1,005,814)
TOTAL (A+B+C)	60,262,549	60,386,351
NOTE - 4		
DEFERRED TAX LIABILITY		
Opening Liability	-	-
Add: Generated during the year	3,072	-
Less: Liability Reversed	-	-
Closing Liability	3,072	-
	3,072	-
NOTE - 5		
OTHER CURRENT LIABILITIES		
Sundry Creditors for Expenses	40,140	28,862
TDS Payable	60,000	-
Sundry Advance	8	-
	100,148	28,862
NOTE - 6		
SHORT TERM PROVISION		
Provision for dimunition in the value of investment	200,000	200,000
Provision for Taxation	3,152	6,625
	203,152	206,625
NOTE - 9		
CASH & CASH EQUIVALENTS :		
Cash in hand (As certified)	2,222,349	1,935,429
Balances with Schedule Bank in Current Account	920,124	285,487
	3,142,473	2,220,916
NOTE - 10		
SHORT TERM LOANS & ADVANCES		
(Unsecured , Considered good)		
Loans	3,153,737	13,183,414
Income Tax Refund Receivable	51,500	51,500
	3,205,237	13,234,914

	31ST MARCH, 2014 Rs.	31ST MARCH, 2013 Rs.
<u>NOTE - 11</u>		
<u>OTHER CURRENT ASSETS</u>		
(Unsecured , Considered good)		
Security Deposit	9,000	9,000
Tax Deducted At Source	94,612	28,578
Preliminary Expenses	76,220	114,330
	179,832	151,908
<u>NOTE - 12</u>		
<u>TRADE RECEIVABLES</u>		
Sundry Debtors (unsecured considered good)		
- more than six months	-	-
- others	-	44,100
	-	44,100
<u>NOTE - 13</u>		
<u>REVENUE FROM OPERATIONS</u>		
Service Charges	700,000	360,000
	700,000	360,000
<u>NOTE - 14</u>		
<u>OTHER INCOMES</u>		
Interest	689,066	103,437
Excess liabilities written back	-	15,420
Interest on Income Tax Refund	73	-
Miscellaneous Income	29,700	68,550
	718,839	187,407
<u>NOTE - 15</u>		
<u>EMPLOYEE BENEFIT EXPENSES</u>		
Salary & Bonus	415,500	135,400
Directors Remuneration	10,500	-
	426,000	135,400
<u>NOTE - 16</u>		
<u>FINANCE COSTS</u>		
Interest Paid	-	59,178
	-	59,178
<u>NOTE - 17</u>		
<u>DEPRECIATION & AMORTISATION</u>		
Depreciation	4,106	-
Preliminary expenses written off	38,110	38,110
	42,216	38,110

	31ST MARCH, 2014	31ST MARCH, 2013
	Rs.	Rs.
NOTE - 18		
<u>OTHER EXPENSES .</u>		
Advertisement	15,606	25,770
Audit Fees	37,090	30,912
Bank Charges	298	222
Certification Fees	6,685	5,000
Computer Data Entry Charges	28,500	33,000
Demat Charges	5,496	-
Depository Expenses	67,416	67,416
Filing Fees	9,400	9,100
Internal Audit Fees	3,000	3,000
Legal & Professional Fess	-	36,000
Listing Fees	39,326	39,326
Miscellaneous Expenses	31,232	12,353
Postage & Stamps	7,543	9,857
Printing & Stationery	24,542	30,979
Rates & Taxes	53,150	5,050
Registrar & transfer Agent fees	13,483	13,483
Interest on Income Tax paid	1,620	-
Processing Fees	33,251	-
Other Interest Paid	177	-
Sundry Balances Written off	12,378	-
Website Expenses	7,000	-
General Expenses	-	43,936
	397,193	365,404
NOTE - 19		
<u>EXCEPTIONAL ITEMS</u>		
Professional fees for direct listing to BSE	112,360	-
Processing fees for direct listing to BSE	561,800	-
	674,160	-
NOTE - 20		
<u>EARNING PER SHARE</u>		
Net Profit after tax as per Statement of Profit and Loss (A)	(123,802)	(53,837)
weighted Average number of equity shares outstanding (B)	16,200,000	16,200,000
Basic and Diluted Earnings per share (Rs.)(A/B]	(0.008)	(0.003)
Face value per equity share (Rs.)	10	10

**NOTES FORMING PART OF THE CONSOLIDATED BALANCE SHEET AS AT
& CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2014**

NOTE - 7

FIXED ASSETS

Description	Gross Block				Depreciation			Net Block	
	As on 01.04.2013	Addition	Deletion	As on 31.03.2014	Upto 31.03.2013	For the year	Upto 31.03.2014	As on 31.03.2014	As on 31.03.2013
<u>Tangible Assets</u>									
COMPUTER	-	46,830	-	46,830	-	4,106	4,106	42,724	-
Total (a)	-	46,830	-	46,830	-	4,106	4,106	42,724	-
<u>Intangible Assets</u>									
GOODWILL	58,800,000	-	-	58,800,000	-	-	-	58,800,000	58,800,000
Total (b)	58,800,000	-	-	58,800,000	-	-	-	58,800,000	58,800,000
Grand Total (a+b)	58,800,000	46,830	-	58,846,830	-	4,106	4,106	58,842,724	58,800,000
Previous Year	58,800,000	-	-	58,800,000	-	-	-	58,800,000	-

**NOTES FORMING PART OF THE CONSOLIDATED BALANCE SHEET AS AT
& CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2014**

NOTE - 8

NON CURRENT INVESTMENTS

(Long Term, Non Trade, Valued at Cost)

PARTICULARS	FACE VALUE	31ST MARCH, 2014		31ST MARCH, 2013	
		NO. OF SHARES	AMOUNT	NO. OF SHARES	AMOUNT
QUOTED SHARES					
SHREE SECURITIES LIMITED *	10	113,800	31,295,000	210,200	57,805,000
VEGETABLE PRODUCTS LTD. **	10	178,000	5,340,000	-	-
SUB TOTAL :		291,800	36,635,000	210,200	57,805,000
UNQUOTED SHARES					
SHREE LAKSHMINARAYAN PAPER MILLS LTD. (In liquidation)	10	20,000	200,000	20,000	200,000
AMCO AGENTS PVT. LTD.	10	229,500	1,147,500	-	-
GLATT SOLUTION PVT. LTD.	10	150,000	1,500,000	-	-
RESPONCE RENEWABLE ENERGY LIMITED	10	1,050,000	7,350,000	-	-
DURGAGAN VINCOM PVT. LTD.	10	625,300	2,407,405	-	-
GITANEEL COMMODITIES PVT. LTD.	10	100,000	3,850,000	-	-
ODYSEE VANIJYA PVT. LTD.	10	100,000	3,850,000	-	-
DAGA MERCANTILES & FINANCE PVT. LTD.	10	750,000	3,187,500	-	-
QUARTZ MERCANTILES PVT. LTD.	10	750,000	3,187,500	-	-
FRONTIER VANIJYA PVT. LTD.	10	875,000	3,718,750	-	-
DEW POINT ESTATES PVT. LTD.	1	1,900,000	10,165,000	1,900,000	10,165,000
KEYSTAR REALTORS PVT. LTD.	1	80,000	40,000,000	80,000	40,000,000
EVERSAFE HIGHRISE PVT. LTD	1	80,000	40,000,000	80,000	40,000,000
SUB TOTAL :		6,709,800	120,563,655	2,080,000	90,365,000
GRAND TOTAL :		7,001,600	157,198,655	2,290,200	148,170,000
MARKET VALUE QUOTED SHARE :			67,970,000		57,805,000
BOOK VALUE QUOTED SHARE :			36,635,000		57,805,000

* 14,600 shares are not registered in the name of the company as on 31.03.2014.

** Shares allotted on preferential basis and are locked in from 13.01.2014 (i.e. the date of allotment) to 14.01.2015

01 ACCOUNTING CONVENTIONS

The Financial Statements are prepared on Historical Cost Convention. Financial Statements are prepared in accordance with relevant presentational requirements of the Companies Act, 1956 and applicable mandatory Accounting Standards.

2 (i) PRINCIPLES OF CONSOLIDATION

The Consolidated financial statements relate to J. Taparia Projects Limited (the 'Company') and its wholly owned subsidiaries. The consolidated financial statements have been prepared on the following basis:

- a. The financial statements of The company and its subsidiaries have been combined on a line-by-line basis by adding together The book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions resulting in unrealised profits or losses in accordance with Accounting Standard (AS) 21- "Consolidated Financial Statements".
- b. The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented to the extent possible, in the same manner as the Company's separate financial statements.
- c. The excess of cost to the Company of its investment in the subsidiaries, over the net assets at the time of acquisition of shares in the subsidiaries is recognised in the financial statements as goodwill, which will be amortised over a period of ten years commencing from the financial year after the year in which the company was incorporated.

(ii) The subsidiaries considered in the consolidated financial statements is:

<u>Name of the company</u>		<u>% voting power held as at 31st March, 2014</u>	<u>% voting power held as at 31st March, 2013</u>
1	Timesound Commodities Limited	100	100
2	Woodstick Tradelinks Limited	100	100
3	Auroplus Agencies Limited	100	100
4	Arrowspace Commercial Limited	100	100
5	Golders Vintrade Limited	100	100
6	Teleqiup Tie Up Limited	100	100

03 INVESTMENTS

Investments are long-term investments, hence valued at cost. Investments other than in Subsidiaries have been accounted as per Accounting Standard (AS) 13 on "Accounting for Investments".

04 RECOGNITION OF INCOME & EXPENDITURE

Income & Expenditures are accounted for on accrual basis, except Dividend which is accounted for on Receipt Basis.

05 EARNING PER SHARE

Earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders, by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

06 TAXES ON INCOME

Current Tax is determined as the amount of tax payable in respect of taxable income for the year.

Deferred Tax is recognised, subject to consideration of prudence, in respect of deferred tax assets/liabilities on timing difference, being the difference between taxable income and accounting income that originated in one period and are capable of reversal in one or more subsequent periods.

07 PRELIMINARY EXPENSES

Preliminary Expenses is amortised over a period of five years.

08 CONTINGENT LIABILITIES

Contingent Liability , if any is disclosed by way of notes on accounts.

NOTE 21 OTHER NOTES ON ACCOUNTS

- 1 Based on the information / documents available with the Company, no creditor is covered under Micro, Small and Medium Enterprise Development Act, 2006. As a result, no interest provision/payments have been made by the Company to such creditors, if any, and no disclosures thereof are made in these accounts.
- 2 Loans & advances, sundry debtors and sundry creditors balances are subject to confirmation by the respective parties.
- 3 The Income Tax provision is provided as the tax provision provided in the books of the parent company.
- 4 The Company has an Investment of Rs 2,00,000/- in equity shares of M/S SHREE LAXMI NARAYAN MILLS LIMITED, which is under liquidation. 100% provision has been made in the books as there is permanent dimunition in the value of investment.
- 5 The management has assessed that there is no impairment of Fixed Assets requiring provision in the Accounts. Accordingly, there is no debit to the Profit & Loss Account for the impairment of Assets.
- 6 The Company is engaged in the business of Consultancy Services and Investing activities and there are no separate reportable segments as per AS -17.

7 Related Party Disclosure :

As per accounting standard 18 the information for related parties is given below:

Name of the related parties

ASSOCIATES

HOLDING

J.Taparia Projects Limited

SUBSIDIARIES

- 1 Timesound Commodities Limited
- 2 Woodstick Tradelinks Limited
- 3 Auroplus Agencies Limited
- 4 Arrowspace Commercial Limited
- 5 Golders Vintrade Limited
- 6 Teleqiup Tie Up Limited

KEY MANAGEMENT PEROSNNEL (KMP)

- 1 Ranjeet Kumar Bihani

RELATIVES OF (KMP)

RELATED PARTY TRANSACTION

Sl. No.	Nature Of Transaction	Relation	31-03-2014	31-03-2013
	Directors' Remuneration paid			
1	Sanjit Dhawa	Director	10,500	-

- 8** The company has applied for admission of its securities with The Bombay Stock Exchange and the said application is pending.
- 9** None of the employees have completed five years of continued service making them eligible for Gratuity. Hence No provision has been made in the accounts for the same .
- 10** There are no outstanding leaves to the credit employees at the end of the year . Hence No provision has been made in the accounts for leave salary .
- 11** Expenditure in foreign Currency as on 31.03.2014 is NIL (P.Y. NIL)
- 12** Earning in foreign Currency as on 31.03.2014 is NIL (P.Y. NIL)
- 13** Previous Year figures have been regrouped, rearranged or recasted wherever considered necessary.

For and on behalf of the Board

In terms of our report of even date
For MAROTI & ASSOCIATES
(CHARTERED ACCOUNTANTS)

Ranjeet Kumar Bihani **Sanjit Dhawa** **Rahul Srivastava**
Director **Managing Director** **Company Secretary**
Place : Kolkata
Date : 26th day of May, 2014

M. K. Maroti
(Proprietor)
M. No. : 057073
Firm Reg. No. : 322770E

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

A	Particulars	For the Year	
		Ended 31.03.2014	Ended 31.03.2013
	Cash Flow From Operating Activities		
	Net Profit Before Tax and Extraordinary Items	(120,730)	(50,685)
	Adjustment For:		
	Depreciation	4,106	-
	Preliminary Expenses	38,110	38,110
	Operating Profit Before Working Capital Changes	(78,514)	(12,575)
	Adjustment For:		
	Increase/(Decrease) in Borrowings	-	(120,079,890)
	(Increase)/Decrease in Loans & Advances	10,029,677	(12,598,937)
	(Increase)/Decrease in Trade Receivables	44,100	(44,100)
	Adjustments For TDS	(66,034)	(11,700)
	Increase/(Decrease) in Provision for Tax	(3,473)	
	Increase/(Decrease) in Current Liabilities	71,286	(12,152)
	Cash Generated From Operating Activities	10,075,556	(132,746,779)
	A. Net Cash From Operating Activities	9,997,042	(132,759,354)
		9,997,042	(132,759,354)
B	Cash Flow From Investing Activities		
	(Increase)/Decrease of Fixed Assets	(46,830)	-
	(Increase)/Decrease of Investments	(9,028,655)	132,580,000
	B. Net Cash From Investing Activities	(9,075,485)	132,580,000
C	Cash Flow From Financing Activities		
	Increase in Capital	-	-
	Increase in Reserves	-	-
	Increase in Security Premium	-	-
	C. Net Cash From Investing Activities	-	-
	Net Increase/(Decrease) in Cash & Cash Equivalent	921,557	(179,354)
	Cash & Cash Equivalent At the Beginning of the Year	2,220,916	2,400,270
	Cash & Cash Equivalent at the End of the Year	3,142,473	2,220,916

Notes:

1 Cash Flow Statement has been prepared under the indirect method as set out in Accounting Standard 3 issued by the Institute of Chartered Accountants of India

2 Cash & Cash Equivalents Comprise	31/03/2014	31/03/2013
Cash on Hand	2,222,349	1,935,429
Balance With Schedule Banks in current Account	920,124	285,487
	3,142,473	2,220,916

For and on behalf of the Board

In terms of our report of even date

**For MAROTI & ASSOCIATES
(CHARTERED ACCOUNTANTS)**

Ranjeet Kumar Bihani

Sanjit Dhawa

Rahul Srivastava

Director

Managing Director

Company Secretary

**M. K. Maroti
(Proprietor)**

Place : Kolkata

M. No. : 057073

Date : 26th day of May, 2014

Firm Reg. No. : 322770E

FORM NO. SH-13**Nomination Form**

[Pursuant to section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies Share Capital and Debentures) Rules, 2014]

To,

J. Taparia Projects Limited

16, B.R.B.B. Road,

Kolkata- 700 001.

I am / We are _____ the holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my / our death.

(1) PARTICULARS OF THE SECURITIES (in respect of which nomination is being made)

Nature of Securities	Folio No.	No. of Securities	Certificate No.	Distinctive No.

(2) PARTICULARS OF NOMINEE/S—

- (a) Name:
- (b) Date of Birth:
- (c) Father's/Mother's/Spouse's Name:
- (d) Occupation:
- (e) Nationality:
- (f) Address:
- (g) e-mail id:
- (h) Relationship with the security holder:

(3) IN CASE NOMINEE IS A MINOR—

- (a) Date of birth:
- (b) Date of attaining majority:
- (c) Name of guardian:
- (d) Address of guardian:

Name:

Address:

Name of Security Holder(s)

Signature

Witness with name and address

- 1 Please read the instructions given below very carefully. If the form is not filed as per instructions, the same will be rejected.
- 2 The nomination can be made by individuals only. Non individuals including society, trust, body corporate, partnership firm, Karta of Hindu Undivided Family, holder of power of attorney cannot nominate.
- 3 If the Shares are held jointly all joint holders shall sign (as per the specimen registered with the Company) the nomination form.
- 4 A nomination must be witnessed by two witnesses. A nomination form not witnessed by two witnesses will be rejected.
- 5 A minor can be nominated and in that case the name and address of the Guardian shall be given by the holder.
- 6 The nominee shall not be a trust, society, body corporate, partnership firm, Karta of Hindu Undivided Family, or a power of attorney holder. A non-resident Indian can be a nominee on repatriable basis.
- 7 Transfer of Shares in favour of a nominee shall be a valid discharge by the Company against the legal heir(s).
- 8 Only one person can be nominated for a given folio.
- 9 Details of all holders in a folio need to be filed; else the nomination will be rejected.
- 10 The nomination will be registered only when it is complete in all respects including the signature of (a) all registered holders (as per specimen lodged with the Company) and (b) the nominee/guardian.
- 11 Whenever the Shares in the given folio are entirely transferred or dematerialised, then this nomination will stand rescinded.
- 12 The intimation regarding nomination / nomination form shall be filled in duplicate with the Registrars & Transfer Agents of the Company who will return one copy thereof to the Shareholders.
- 13 Upon receipt of a duly executed nomination form, the Registrars & Transfer Agent of the Company will register the form and allot a registration number. The registration number and folio no. should be quoted by the nominee in all future correspondence.
- 14 The Company will not entertain any claims other than those of a registered nominee.
- 15 The nomination can be varied or cancelled by executing fresh nomination form.
- 16 For shares held in dematerialised form nomination is required to be filled with the Depository Participant.

<u>FOR OFFICE USE ONLY</u>	
Nomination Registration Number	
Date of Registration	
Checked By (Name and Signature)	

E-MAIL ADDRESS REGISTRATION FORM

In continuation of Circular Nos. 17/2011 and 18/2011 dated 21.04.2011 and 29.04.2011 respectively Issued by Ministry of Corporate Affairs, Government of India and pursuant to Section 101 of the Companies Act, 2013 & Rule 18(3)(i) of the Companies (management & Administration) Rule, 2014 & Rule 11 Companies (Accounts) Rule, 2014.

(For shares held in physical form)

To
M/s. Niche Technologies Pvt. Ltd.
D-511, Bagree Market”,
71, B. R. B. Basu Road, 5th Floor,
Kolkata - 700 001,

Sub : E-mail ID registration & Service of documents through electronic mode.

Dear Sir,

I / We, Member(s) of M/s. J. Taparia Projects Limited, hereby give my / our consent to receive electronically Annual Report(s) of General Meeting(s) and other document(s) submit to you as under :

Kindly use my / our Email ID for serving the documents in electronic mode. I / We request you to note my/our e-mail address as mention below. If there will be any change in the e-mail address, I / We will promptly communicate to you.

Folio No.	
Name of the first/sole Member	
E-mail address (to be registered)	

Thanking you,

Yours faithfully

(Signature of first/sole Member)

Place :

Date:

J. TAPARIA PROJECTS LTD.

Regd. Off. : 16, B. R. B. Basu Road, 3rd Floor, Kolkata – 700 001, (West Bengal)

Phone: +91 33 2230 5244

E-mail: jtaparia2008@gmail.com, Website : www.jtapariaprojects.com

CIN: L74210WB1980PLC032979

ATTENDANCE SLIP

Regd. Folio / DP ID & Client ID

Name and Address of the Shareholder

1. I hereby record my presence at the **ANNUAL GENERAL MEETING** of the Company being held on **11th September, 2014 at 12.30 P.M.** at the “**Community Hall**” at **10, Debendra Ghosh Road, Bhawanipur, Kolkata-700 025.**

2. Signature of the Shareholder/Proxy Present

--

3. Shareholder / Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover the same at the entrance duly signed.
4. Shareholder / Proxy holder desiring to attend the meeting may bring his / her copy of the Annual Report for reference at the meeting.

Note: - PLEASE CUT HERE AND BRING THE ABOVE ATTENDANCE SLIP TO THE MEETING.

ELECTRONIC VOTING PARTICULARS

(E-Voting Sequence No.)	USER ID.	PASSWORD
140813036	Please refer note no 17 in the Notice of AGM	

PROXY FORM

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

CIN : L74210WB1980PLC032979
Name of the Company : J. Taparia Projects Limited
Registered office : 16, B. R. B. Basu Road, 3rd Floor, Kolkata - 700 001
Name of the member(s) :
Registered Address :
Email 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; |
| (2) | Name | Address |
| | E-mail ID | Signature or failing him; |
| (3) | Name | Address |
| | E-mail ID | Signature or failing him; |

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the Annual General Meeting of the company, to be held on Thursday, the 11th September, 2014 at 12.30 P.M. at "Community Hall" at 10, Debendra Ghosh Road, Bhawanipur, Kolkata - 700 025 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	RESOLUTIONS	Optional*	
		For	Against
1	Ordinary Resolution to consider and adopt Audited Financial Statement, Reports of the Board of Directors and Auditors.		
2	Ordinary Resolution for Re-appointment of Mr. Ranjeet Kumar Bihani who retires by rotation.		
3	Ordinary Resolution for appointment of M/s. Maroti & Associates, Chartered Accountants as Auditors and fixing their remuneration.		
4	Ordinary Resolution for appointment of Mr. Sanjit Dhawa as Managing Director.		
5	Ordinary Resolution for appointment of Mr. Mahavir Jain as Whole Time Executive Director & CFO of Company.		
6	Ordinary Resolution for appointment of Ms. Tripti Surelia as an Independent Director.		
7	Ordinary Resolution for appointment of Mr. Dilip Kumar Kanoria as an Independent Director.		
8	Ordinary Resolution for appointment of Mr. Amal Jain as an Independent Director.		
9	Special Resolution for adoption of New Article of Association as per new companies Act.		

Signed this day of 2014.
 Signature of shareholder :
 Signature of Proxy holder(s) :

Affix
Revenue
Stamp

Note:

- (1) 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.
- (2) For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Annual General Meeting.
- (3) It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- (4) Please complete all details including details of member(s) in above box before submission.

BOOK POST

If undelivered please return to

J TAPARIA PROJECTS LIMITED

16, B.R.B. Basu Road, 3rd Floor,
Kolkata 700 001 (W.B.)