

## **INDEPENDENT AUDITOR'S REPORT**

To The Members of  
**Skill Training Assessment Management Partners Limited**

### **Report on Standalone Financial Statements**

We have audited the accompanying standalone financial statements of Skill Training Assessment Management Partners Limited ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2015, the Statement of Profit and Loss, the Cash Flow Statement, and a summary of the significant accounting policies and other explanatory information for the year then ended.

### **Management's Responsibility for the Standalone Financial Statements**

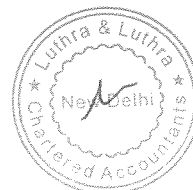
The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, 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 standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.



An audit involves performing procedures to obtain audit evidence about the amounts and the 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 financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March, 2015, and its loss and its 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, 2015, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we enclose in the Annexure a statement on the matters specified in the said Order, to the extent applicable to the company.
2. As required by Section 143 (3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
  - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this report are in agreement with the books of accounts
  - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.



- e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **Luthra & Luthra**  
Chartered Accountants

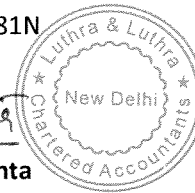
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**Nilesht Mehta**

Partner

M.No: 093847



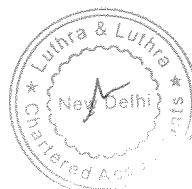
Place: New Delhi

Date: 13/05/15

**ANNEXURE TO THE AUDITORS' REPORT**

(Statement on the matters specified in Companies' Auditors Report Order, 2015)

- i. The company does not have any fixed asset hence the reporting requirement under this clause of said order is not applicable.
- ii. The company's nature of business does not require having inventory, hence the reporting requirements under this clause is not applicable.
- iii. The company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act 2013.
- iv. In our opinion and according to the information and explanation given to us, there is a adequate internal control system commensurate with size of the company and nature of its business for providing services. Further, on the basis of our explanation of the books and records of the company, and according to the information and explanation given to us, we have neither come across nor have been informed of any continuing failure to correct major weakness in the aforesaid internal control system.
- v. According to information and explanation given to us, the company has not accepted deposits from public.
- vi. According to information and explanation given to us, the Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act in respect of activities of the company.
- vii.
  - a. According to information and explanation given to us and records of the company examined by us, in our opinion the company regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities. There is no arrears of outstanding statutory dues as at 31<sup>st</sup> March 2015 for the period of more than six months from the date they became payable.
  - b. According to information and explanation given to us and records of the company examined by us, there are no dues of income tax, sales tax, wealth tax, service tax, excise duty, custom duty and cess as at March 31, 2015 which have not been deposited on account of any dispute six months from the date they became payable.
  - c. According to information and explanation given to us and records of the company examined by us, there is no amount required to be transferred to investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made there under has been transferred to such fund within time.



- viii. The company's accumulated losses exceed 50% of the net worth of the company. The company has incurred cash losses during the financial year however the company has not incurred cash loss in the immediately preceding financial year.
- ix. The company has not defaulted in repayment of any loans from bank hence the clause is not applicable.
- x. In our opinion, and according to the information and explanation given to us, the company has not given any guarantee for loans taken from by others from banks or financial institution during the year.
- xi. Since the company has not taken any term loan this clause is not applicable.
- xii. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor have we been informed of such case by the management.

Place: New Delhi

Date: 13/05/15

For Luthra & Luthra  
Chartered Accountants

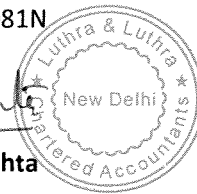
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**Nilesh Mehta**

Partner

M.No: 093847



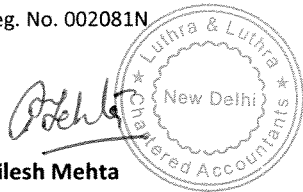
**Skill Training Assessment Management Partners Limited**  
**Balance Sheet as at March 31, 2015**

	Notes	As at March 31, 2015 Rupees	As at March 31, 2014 Rupees
<b><u>EQUITY AND LIABILITIES</u></b>			
<b>SHAREHOLDERS' FUNDS</b>			
a. Share Capital	3	3,000,000	3,000,000
b. Reserves and Surplus	4	(1,857,782)	757,725
<b>CURRENT LIABILITIES</b>			
a. Other Current Liabilities	5	239,102	124,463
b. Short-Term Provisions	6	-	-
		<b>1,381,320</b>	<b>3,882,188</b>
<b><u>ASSETS</u></b>			
<b>CURRENT ASSETS</b>			
a. Cash and Cash Equivalents	7	593,453	3,875,614
b. Sundry Debtor		717,038	-
c. Other Current Assets	8	70,829	6,574
		<b>1,381,320</b>	<b>3,882,188</b>

Summary of Significant Accounting Policies 2  
 Accompanying notes are an integral part of the financial statement

As per our separate report of even date attached

**For Luthra & Luthra**  
 Chartered Accountants  
 Reg. No. 002081N



**Nilesh Mehta**  
 Partner  
 M. No. 093847

**For and on behalf of the Board**

**Director**

**Director**

Place : New Delhi  
 Date: 12/05/15


**Skill Training Assessment Management Partners Limited**  
**Statement of Profit and Loss for the year ended March 31, 2015**

	Notes	Year ended March 31, 2015 Rupees	Year ended March 31, 2014 Rupees
Revenue From Operations		767,037	-
Other Income	9	310,418	366,343
<b>TOTAL REVENUE</b>		<b>1,077,455</b>	<b>366,343</b>
<b>EXPENSES</b>			
Other Expenses	10	3,695,841	78,151
		<b>3,695,841</b>	<b>78,151</b>
<b>PROFIT BEFORE TAX</b>		(2,618,386)	288,192
<b>TAX EXPENSE</b>			
Income Tax - Current Year		-	(93,176)
- Previous year		2,879	(283)
<b>PROFIT AFTER TAX</b>		<b>(2,615,507)</b>	<b>194,733</b>
Earning per share (Face Value of Rs 10 each)			
Basic/diluted	11	(8.72)	0.65

Summary of Significant Accounting Policies 2  
 Accompanying notes are an integral part of the financial statement

As per our separate report of even date attached

**For Luthra & Luthra**  
 Chartered Accountants  
 Reg. No. 002081N


**Niles Mehta**  
 Partner  
 M. No. 093847

**For and on behalf of the Board**

  
 Director

  
 Director

Place : New Delhi  
 Date: 13/05/15

**Skill Training Assessment Management Partners Limited**  
**Cash Flow Statement for the year ended March 31,2015**

	Year ended March 31,2015 Rupees	Year ended March 31,2014 Rupees
<b>A. Cash Flow from Operating Activities:</b>		
Net profit/(loss) before tax	(2,618,386)	288,192
Adjustment for:		
Interest income	(306,658)	(366,074)
Operating Profit before working capital changes	<u>(2,925,044)</u>	<u>(77,882)</u>
Adjustments for:		
Increase/(decrease) in Current liabilities	114,639	18,728
(Increase)/decrease in Current assets	(756,293)	(3,309)
Less: Taxes paid(Net of Refund)	(22,122)	(93,458)
<b>Net cash generated/ (used) in operating activities</b>	<b><u>(3,588,820)</u></b>	<b><u>(155,921)</u></b>
<b>B. Cash Flow from Investing Activities:</b>		
Interest	306,658	366,074
<b>Net cash generated/ (used) in investing activities</b>	<b><u>306,658</u></b>	<b><u>366,074</u></b>
<b>C. Cash Flow from Financing Activities:</b>	-	-
<b>Net cash generated/ (used) in financing activities</b>	<u>-</u>	<u>-</u>
D. Net Increase/(Decrease) in cash and cash equivalents	(3,282,162)	210,153
E. Cash and cash equivalents as at the beginning of the year	3,875,614	3,665,461
F. Cash and cash equivalents as at the end of the period	<b><u>593,453</u></b>	<b><u>3,875,614</u></b>

**For Luthra & Luthra**  
Chartered Accountants  
Reg. No. 002081N



**Nilesh Mehta**

Partner

M. No. 093847

Place: New Delhi

Date: 12/05/15

For and on behalf of the Board

Director

Director



**Skill Training Assessment Management Partners Limited**  
**Notes forming part of Financial Statement for the year ended March 31, 2015**

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**1. BACKGROUND:**

APPTEx Manpower Development Services Limited (the Company) has been incorporated on November 23, 2006 vide Registration No. U80903DL2006PLC155825 as a limited liability public Company under the provisions of the Companies Act, 1956. The Company is a subsidiary of IL&FS Cluster Development Initiative Limited. The Company has been incorporated with the primary objective to undertake training, development of facilities and providing advisory services for the purposes of developing manpower for textile and other industrial sectors.

**2. SIGNIFICANT ACCOUNTING POLICIES:**

**2.1 Basis of Accounting**

The financial statements are prepared under the historical cost convention in accordance with the Generally Accepted Accounting Principles in India including the applicable Accounting Standards notified under the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated September 13, 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013.. All income and expenditure having a material bearing on the Financial Statements are recognised on an accrual basis

**2.2 Use of estimates**

The preparation of the Financial Statements requires the Management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the period

**2.3 Revenue Recognition:**

Income has been recognised on an accrual basis.

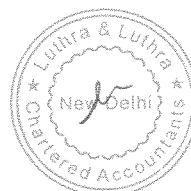
Revenue from Interest is recognized on time proportion basis taking into account the amount outstanding and the rate applicable

**2.4 Expenditure**

Expenditure has been accounted for on the accrual basis and provisions have been made for all known losses and liabilities.

**2.5 Taxation**

Provision for tax comprises of current income tax, deferred income tax. The current charge for the income tax and has been calculated in accordance with the relevant tax regulations applicable to the Company.



**Skill Training Assessment Management Partners Limited**  
**Notes forming part of Financial Statement for the year ended March 31, 2015**

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The difference between taxable income and the net profit or loss before tax for the period as per the financial statements are identified and the tax effect of the deferred tax asset or deferred tax liability is recorded for timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

Deferred tax is recognized and carried forward on the basis of prudence to the extent there is a reasonable certainty except arising from unabsorbed depreciation and carry forward losses which are recognized to the extent that there is virtual certainty that sufficient future taxable income will be available against such deferred tax assets.

## **2.6 Earnings per share**

Basic earnings per share is calculated by dividing net profit of the year (attributable to ordinary equity holders) by the weighted average number of ordinary shares outstanding during the year.

Diluted earnings per share is calculated by dividing the net profit by the weighted average number of ordinary shares outstanding during the year plus the weighted average number of ordinary shares that would be issued on the conversion of all the dilutive potential ordinary shares into ordinary shares.

## **2.7 Provisions, Contingent Liabilities and Contingent Assets**

- (a) A provision is made based on reliable estimate when it is probable that an outflow of resources embodying economic benefits will be required to settle an obligation
- (b) Contingent liabilities, if material, are disclosed by way of Notes to Accounts
- (c) Contingent assets are not recognised or disclosed in the Financial Statements



**Skill Training Assessment Management Partners Limited**

**Notes forming part of the Financial Statement for the year ended March 31, 2015**

**3. SHARE CAPITAL**

	As at March 31,2015 Rupees	As at March 31,2014 Rupees
<b>AUTHORISED</b>		
300,000 (PY 300,000) Equity Shares of Rs. 10 each	3,000,000	3,000,000
	<b>3,000,000</b>	<b>3,000,000</b>
<b>ISSUED,SUBSCRIBED AND PAID UP CAPITAL</b>		
300,000 (PY 300,000) Equity Shares of Rs. 10 each	3,000,000	3,000,000
	<b>3,000,000</b>	<b>3,000,000</b>

(i) 300,000 equity share are held by Holding Company i.e. IL&FS Cluster Development Initiative Limited

(ii) **Number of shares held by each shareholder holding more than 5% shares**

	As at March 31,2015		As at March 31,2014	
	No. of share	% of Holding	No. of share	% of Holding
IL&FS Cluster Development Initiative Limited	300,000	100%	210,000	70%
Confederation of Indian Textile Industry	-	-	45,000	15%

(iii). Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting year

Particulars	As at March 31,2015		As at March 31,2014	
	No. of Shares	Rupees	No. of Shares	Rupees
Shares outstanding at the beginning of the year	300,000	3,000,000	300,000	3,000,000
Shares issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	300,000	3,000,000	300,000	3,000,000

(iv) The company has only one class of ordinary equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. Each holder of these ordinary shares are entitled to receive dividends as and when declared by the company.

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

**4. RESERVES AND SURPLUS**

**Statement of Profit and Loss**

	As at March 31,2015 Rupees	As at March 31,2014 Rupees
Opening Balance	757,725	562,992
Add: Profit for the period	(2,615,507)	194,733
	<b>(1,857,782)</b>	<b>757,725</b>

**5. OTHER CURRENT LIABILITIES**

	As at March 31,2015 Rupees	As at March 31,2014 Rupees
Expenses payable	148,000	124,463
TDS payable	84,772	-
Service Tax Payable	6,330	-
	<b>239,102</b>	<b>124,463</b>

**6. SHORT-TERM PROVISIONS**

	As at March 31,2015 Rupees	As at March 31,2014 Rupees
Provision for Tax (net of advance tax)	-	-
	-	-

**7. CASH AND CASH EQUIVALENTS**

	As at March 31,2015 Rupees	As at March 31,2014 Rupees
Balance with Bank		
- in current accounts	593,453	3,875,614
	<b>593,453</b>	<b>3,875,614</b>



**Skill Training Assessment Management Partners Limited**

Notes forming part of the Financial Statement for the year ended March 31, 2015

**8. OTHER CURRENT ASSETS**

Advance Tax (net of provision for tax)  
Advance for Expenses

As at March 31,2015	As at March 31,2014
Rupees	Rupees
70,736	6,574
93	-
<b>70,829</b>	<b>6,574</b>

**9. OTHER INCOME**

Interest on  
Deposits  
Income tax refund

Year ended March 31, 2015	Year ended March 31, 2014
Rupees	Rupees
306,658	366,074
3,760	269
<b>310,418</b>	<b>366,343</b>

**10. OTHER EXPENSES**

Consultancy Charges  
Travelling Expenses  
Consultancy Charges  
Director Sitting Fees  
Legal & Professional Expenses\*  
Miscellaneous Expenses

Year ended March 31, 2015	Year ended March 31, 2014
Rupees	Rupees
3,376,784	-
94,235	-
39,246	-
50,000	-
124,737	53,568
10,839	24,583
<b>3,695,841</b>	<b>78,151</b>

\*Legal and Professional Expenses includes payment to auditors

As auditors  
Other Services  
Out of Pocket Expenses

28,090	28,090
-	-
-	-
<b>28,090</b>	<b>28,090</b>

**11. Earning per share:**

Profit for the Period (Rs.) (A)  
Number of Equity shares of Rs. 10 each fully paid up at the beginning of the year  
Number of Equity shares of Rs. 10 each fully paid up at the end of the year  
Weighted average number of equity shares for the year (B)  
Basic/Diluted Earning per share (Rs.) (A/B)  
Face value per share (Rs.)

Year ended March 31, 2015	Year ended March 31, 2014
Rupees	Rupees
-2,615,507	194,733
300,000	300,000
300,000	300,000
300,000	300,000
(8.72)	0.65
10	10

**12. Contingent Liabilities**

There is no Contingent Liability as on March 31, 2015

**13. List of Related parties and Transactions / Outstanding Balances:**

**(i) Holding Company**

**A. IL&FS Cluster Development Initiative Limited**

Equity as at the period end  
Current account payable  
Deputation Cost

As at March 31,2015	As at March 31,2014
Rupees	Rupees
3,000,000	2,100,000
-	68,283
3,376,784	-

**B. IL&FS Education & Technologies Ltd (Ultimate Holding Company)**

Interest Earned on Short Term Deposit

Year ended March 31, 2015	Year ended March 31, 2014
Rupees	Rupees
306,658	366,074



**Skill Training Assessment Management Partners Limited**

**Notes forming part of the Financial Statement for the year ended March 31, 2015**

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14. There are no Micro and small Enterprise, to whom the Company owes dues, which are outstanding for more than 45 days as at March 31, 2015. This information as required to be disclosed under the Micro, Small and Medium Enterprise Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company

15. Previous year's figures have been regrouped/ rearranged wherever necessary in order to make it comparable with the current period figures

**For and on behalf of the Board**

Place: New Delhi

Date: 12/05/15



**Director**



**Director**

