



21st Annual report
2013-2014

Registered office

9,Ground Floor,Govardhan Apartment, Godha Street,

Nanpura ,

Surat-395001, Gujarat (INDIA)

CIN: L69590GJ1993PLC019764

Overview

Corporate information

Notice

STATUTORY REPORTS

Directors Report

Corporate Governance Report

Management Discussion & Analysis

FINANCIAL STATEMENTS

Independent Auditors Report

Balance Sheet

Statement of Profit & Loss

Cash Flow Statement

Notes to Financial Statements

Proxy

FORWARD LOOKING STATEMENT

In this annual report we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements - written and oral - that we periodically make, contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion of future performance.

We cannot guarantee that these forward-looking statements will be realized, although we believe we have been prudent in assumptions. The achievement of results is subject to risks, uncertainties and the underlying assumptions undergoing change. Should known or unknown risks or uncertainties materialize, or should underlying assumptions not materialize, actual results could vary materially

We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise



CORPORATE INFORMATION

BOARD OF DIRECTORS

DHANANJAY VELAYUDHAN NAIR
SANJAY AMRUTLAL NIKALWALA
BABU THOMAS PUTHUR

EXECUTIVE DIRECTOR/NON- INDEPENDENT
INDEPENDENT/ NON- EXECUTIVE
INDEPENDENT/ NON- EXECUTIVE

COMPLIANCE OFFICER

Mr. Kunjal Dalal
EMAIL ID: margtechno@gmail.com

REGISTERED OFFICE OF THE COMPANY

9 Ground floor, Goverdhan Apartment
Timaliyawad,
Surat-395001, Gujarat.

AUDIT COMMITTEE

SANJAY AMRUTLAL NIKALWALA
BABU THOMAS PUTHUR
DHANANJAY VELAYUDHAN NAIR

REGISTRAR & TRANSFER AGENTS

LINK INK TIME INDIA PVT LTD
C-13, Pannalal silk Mills Compound
L.B.S ,Marg Bhandup (W)
Mumbai : 400 078

BANKERS

State Bank of India
Central Bank of India
Tamilnadu Mercantile Bank Limited

Cin No.U69590GJ1993PLC019764

STAKEHOLDERS RELATIONSHIP COMMITTEE

SANJAY AMRUTLAL NIKALWALA
BABU THOMAS PUTHUR
DHANANJAY VELAYUDHAN NAIR

AUDITORS

M/s. Aadil Aibada & Associates
Chartered Accountants
510 to 512, Jolly Plaza
Athwagate, Surat- 395 001
Mob: 98253 13513

CIN: L69590GJ1993PLC019764

Notice

NOTICE IS HEREBY GIVEN THAT THE 21TH ANNUAL GENERAL MEETING OF THE MEMBERS OF MARG TECHNO_ PROJECTS LIMITED WILL BE HELD AT THE REGISTERED OFFICE OF THE COMPANY AT 9 GROUND MFLOOR, GOVERDHAN APARTMENT, TIMALIYAWAD, SURAT-395001, GUJARAT, WEST BENGAL ON 30TH SEPTEMBER, 2014 AT 12:00 A.M. TO TRANSACT THE FOLLOWING BUSINESS.

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited accounts of the company for the year ended 31st March, 2014 along with the reports of the Directors and Auditors thereon.

“**RESOLVED THAT** draft of the audited balance sheet as on 31.03.2014, Statement of Profit & Loss Account and Cash Flow Statement for the year ended on that date with schedules and notes thereon along with Directors Report and Auditors Report thereon as placed before the board be and are hereby approved.”

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

“**RESOLVED THAT** subject to the provisions of Section 139 of the Companies Act, 2013 and rules made there under and pursuant to recommendation of Audit committee, the retiring Auditors, M/s. Aadil Aibada & Associates Chartered Accountants, who are not disqualified under Section 141 of the Companies Act, 2013 and have expressed their willingness to accept office, if re-appointed, be and are hereby reappointed as Auditors of the Company to hold office from the conclusion of this 20th Annual General meeting until the conclusion of the 21th Annual General Meeting of the company subject to ratification of the appointment by the shareholders at every Annual General Meeting held after this Annual General Meeting at a remuneration to be fixed by the Board of Directors based on recommendation of Audit committee in consultation with the Auditor from time to time in addition to reimbursement of all out-of pocket expenses may be incurred in connection with the audit of the accounts of the Company plus applicable service tax.”

SPECIAL BUSINESS:

3. To consider and if thought fit, to pass with or without modification, the following Resolution as Ordinary Resolution :-

“**RESOLVED** that pursuant to the provisions of sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed there under, read with Schedule IV to the Act, as amended from time to time, Mr. Babu Thomas Puthur (Din: 03608522), a non-executive Director of the Company, who has submitted a declaration that he meets the criteria for independence

as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company for the term of 5 consecutive years i-e 2014 to 2019.”

4. To consider and if thought fit, to pass with or without modification, the following Resolution as Ordinary Resolution :-

“RESOLVED that pursuant to the provisions of sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder, read with Schedule IV to the Act, as amended from time to time, Mr. Sanjay Amrutlal Nikalwala (Din: 02627316), a non-executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company for the term of 5 consecutive years i-e 2014 to 2019.”

5. 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 rules framed there under and schedules thereto (including any statutory modification(s) or re-enactment thereof, for the time being in force), as may be amended from time to time, the consent of members be and is hereby accorded to amend & alter the following Articles of the existing Articles of Association of the company, in the following manner:

Insertion of New Article No.104 (C) after the existing Article

” Voting by members through electronic mode

A member may exercise his vote at a General Meeting by electronic mode in accordance with Section 108 of the Companies Act ,2013 and rules made there under and shall be eligible to vote only once for a single resolution.”

By Order of the Board of Directors
For Marg Techno-Projects Limited

Sd/-
DHANANJAY VELAYUDHAN NAIR

Chairman

Place: Surat

Date:

Registered Office: 9,Ground MFloor,
Goverdhan Apartment, Timaliyawad, Surat-395001
Kolkata -700001, West Bengal

Notes:

1. **A Member entitled to attend and to vote at the meeting is also entitled to appoint a proxy to attend and vote instead of himself / herself and such proxy need not be a member of the company. A person cannot act as proxy on behalf of member not exceeding 50 and holding an aggregate not more than 10% of the total share capital of the company. The Instrument of proxy, in order to be effective, must be completed, stamped, signed and deposited at the Company's Registered Office not less than forty-eight hours before the commencement of the ensuing Annual General Meeting (AGM).**
2. The Register of Members and Share Transfer Books will remain close from 24rd September, 2014 to 30th September, 2014 (both days inclusive) for the purpose of Annual General Meeting.
3. Corporate Members are requested to send to the Company's registered office, a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the AGM.
4. Members/Proxies are requested to bring their attendance slip sent herewith, duly filled in, for attending the meeting.
5. Any member desirous of getting any information on the accounts of the company is required to forward his/her queries at least 7 days prior to the meeting so that the required information can be made available at the meeting.
6. Members are requested to intimate change in their address if any immediately to M/s LINK INTIME INDIA PRIVATE LIMITED ., the Company's Registrar and Share Transfer Agents, at their office at UnitNo-303,3rd Floor ,Shoppers Plaza Opp Municipal Market ,Behind Shopper Plaza II,Off C.G Road ,Ahmedabad ,Gujarat-380009
7. Members holding shares in physical form in the same set of names under different folios are requested to apply for consolidation of such folios along with relevant Share Certificates to M/sLink Intime India Private Limited , Registrar and Share Transfer Agents of the Company, at their address given above.
8. Pursuant to SEBI Circular, the Shareholders holding shares in physical form are requested to submit self attested copy of PAN at the time of sending their request for share transfer/transmission of name/transposition of name.
9. Members are requested to bring copies of Annual Report to the Annual General Meeting.
10. Members/Proxies should bring the attendance slip duly filed in and signed for attending the meeting.
11. Members are requested to quote their Registered Folio Nos. on all correspondence with the Company.

12. Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars and Transfer Agent, M/s Link Intime India Private Limited cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participants of the members.
13. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company/Registrar and Transfer Agent.
14. For members who have not registered their e-mail address, physical copies of the Notice of the 32nd Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
15. Members who have not registered their email addresses so far are requested to register their e-mail address for receiving all communications including annual report, notices, circulars etc. from the company electronically.
16. **Voting through electronic means**
 - i. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, and Clause 35B of the Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote by electronic means at the 20th Annual General Meeting (AGM) and the business may be transacted through e-voting services provided by Central Depository Securities Limited (CDSL).
 - ii. The e-voting period commences on 23rd September 2014 to 25th September 2014. During this period shareholders of the Company, as on the cut-off date (record date) ----- may cast their vote electronically. The business may be transacted through e-voting services provided by Central Depository Securities Limited. (CDSL). During the period, Members of the Company, holding shares either in physical form or in dematerialized form, may cast their vote electronically. The electronic module shall be disabled by CDSL for e-voting thereafter. Once the vote on a resolution is cast by a member, he shall not be allowed to change it subsequently.
 - iii. A separate communication is being sent to members to avail the e-voting facility. the Company has appointed Mr.-----, Practising Company Secretary, C.P. No. *----- to act as a Scrutinizer. for conducting the Scrutiny of votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter.
 - iv. The voting rights of the shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the date (record date) of -----
 - v. The instructions for members for voting electronically are given in a separate sheet.

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

Item No.3 & 4

The provisions of the Companies Act, 2013 with respect to appointment and tenure of the Independent Directors have come into effect. As per the said provisions, the Independent Directors shall be appointed for not more than two terms of five years each and shall not be liable to retire by rotation at every AGM.

Mr. Dhananjay Velayudhan Nair. and Mr.Sanjay Amrutlal Nikalwala , at the ensuing AGM as per the erstwhile applicable provisions of the Companies Act, 1956. In terms of Section 149, 150 & 152 and any other applicable provisions of the Companies Act, 2013, Mr. Dhananjay Velayudhan Nair. and Mr.Sanjay Amrutlal Nikalwala a, being eligible, offer themselves for appointment as Independent Directors on the Board of the Company. In line with the requirements of the Companies Act, 2013, it is therefore proposed to appoint Mr Dhananjay Velayudhan Nair. and Mr.Sanjay Amrutlal Nikalwala as Independent Directors on the Board of the Company for a term upto five consecutive years.

Notices have been received from Members proposing candidature of the above Directors for the office of Independent Director of the Company. In the opinion of the Board, fulfill the conditions specified in the Companies Act, 2013 and the Rules made there under for appointment as Independent Directors of the Company.



DIRECTORS REPORT & MANAGEMENT DISCUSSION

MARG TECHNO-PROJECTS LIMITED

Your Directors have pleasure to submit their Annual Report together with Audited Accounts and Auditor's Report of the Company for the financial year ended 31st March, 2014.

FINANCIAL HIGHLIGHTS:

The performance of the company for the financial year ended 31st, March, 2014:

<u>PARTICULARS</u>	Year Ending March, 2014	Year Ending March, 2013
	Amount in Rs.	Amount in RS.
Revenue from Operations	721131	652547
Other Income		
Total Income	721131	652547
Less: Total Expenses	656551	664703
Profit before Depreciation, Interest & Tax	64580	-12156
Less: Interest		
Depreciation	36287	38016
Profit before Tax and Exceptional/Extraordinary Items	28293	25860
Exceptional/Extraordinary Items		
Profit before Tax	28293	25860
Less: Provision for Current Tax	6950	5850
Profit after Tax	21343	20010
Less: Income Tax for earlier years	--	
Add: Profit brought forward from Previous year		
Balance carried to Balance Sheet		

RESULT OF OPERATIONS

During the current period of operation, your company has shown a turnover of Rs 721131

CIN: L69590GJ1993PLC019764

Your Directors report that the working of the Company for the year under review has resulted in a Loss of Rs 28293 (after tax).

LISTING OF EQUITY SHARES

Your Directors are pleased to inform you that your company has got its equity shares listed on Ahmedabad Stock Exchange Limited, and Delhi Stock Exchange Limited and Vadodara Stock Exchange Limited

DIVIDEND:

Due to inadequate profits the board did not recommend any dividend.

PERSONNEL:

The Company had no employee during the year under review, who was in receipt of remuneration in excess of the limit specified under section 217(2A) of the Companies Act, 1956, read with Companies (Particulars of Employees) Amendment Rules, 2011.

Your Company's work force and management have been working with mutual respect, co-operation and understanding. The Board wishes to appreciate the efforts put in by all the categories of employees towards the progress achieved by the Company during the year.

DIRECTOR:

The Board of Directors are experienced in their respective fields.

APPOINTMENT OF AUDITORS:

The Auditors **M/s. M/s Aadil Aibada & Associates** Chartered Accountants retire at the forthcoming General Meeting and being eligible for re-appointment, the Company has received a certificate from the auditors to the effect that their re-appointment, if made, would be within the prescribed limits under Section 224 (1B) of the Companies Act 1956. As regards the observations in the Auditor's Report the explanations given in the Notes to the Accounts are self- explanatory.

PUBLIC DEPOSIT:

The company has not accepted any deposit within the meaning of the section 58A of the Companies Act, 1956

AUDITOR REPORT:

As regards the observations in the Auditor's Report the explanations given in the Notes to the Accounts are self explanatory.

APPOINTMENT/RE-APPOINTMENT OF DIRECTORS:

In accordance with the Articles of Association of the Company and the provisions of the Companies Act, 1956 with correspondence to the Companies act, 2013, the Directors of the Company are eligible for retirement by rotation.

CORPORATE GOVERNANCE:

A report on Corporate Governance along with a Certificate from the Practicing Company Secretaries of the Company regarding the compliance with conditions of Corporate Governance as also the Management Discussion and Analysis Report as stipulated under Clause 49 of the Equity Listing Agreement are annexed to this Report.

PARTICULARS OF EMPLOYEES:

Particulars of employees as required U/s 217(2A) of the Companies Act, 1956 as amended, are not applicable to the Company

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirements of the provisions of Section 217(2AA) of the Companies Act, 1956, your Director Confirms as under:

- I. That in the preparation of the annual accounts the applicable accounting standards has been followed along with proper explanation relating to material departure;
- II. That the directors have selected such accounting policies and applied them consistently and made judgments and estimates, that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year viz., March 31, 2014 and of the profit of the Company for the year ended on that date;
- III. That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records, in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- IV. That the directors have prepared the annual accounts ongoing concern basis.

V. EXTRACTS OF ANNUAL RETURN FOR THE FINANCIAL YEAR ENDED ON 31.03.2014:

I. REGISTRATION AND OTHER DETAILS:-

- **CIN: - U69590GJ1993PLC019764**
- **Registration Date: - : 02/07/1993**
- **Name of the Company: - Marg Techno Projects Ltd**
- **Category/Sub Category of the Company: - Limited By Shares/Indian Non-Government Company**
- **Address of Registered office and contact details: - 9 Ground floor, Goverdhan Apartment, Timaliyawad, Surat-395001, Gujarat**
- **Listed Company: - Yes (Vadodara Stock Exchange Limited ,Ahmedabad Stock Exchange Limited and Delhi Stock Exchange**

II) Registrar & Transfer Agent:-

Name	Address	Contact Details	Website/Email Id
LINK INTIME INDIA PVT LTD	Unit No.303,3 rd Floor,Shopper plaza,Opp.Municipal Market,Behind Shopper plaza II,off C.G .Road,Ahmedabad,G ujarat-380009	079 - 2646 5179	ahmedabad@linkintime.co.in www.linkintime.co.in

XIV). REMUNERATION OF DIRECTORS AND KEY MANEGERIAL PERSONNEL:

Company is not paying remuneration to its Directors and KMP's. The Company is not paying any sitting fees to its Independent Director.

XV. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

Company is not having any penalties and punishment neither on itself and nor on its directors

XVI MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

As required under Clause 49 of the Equity Listing Agreement with the Stock Exchanges, the Management Discussion and Analysis of the financial condition and results of consolidated operations of the Company under review, is annexed and forms an integral part of the Director's Report.

XVII ACKNOWLEDGEMENT:

Lastly your Directors acknowledge the management team and executive staff who are instrumental to the growth of the Company. They also express their deep admiration and gratitude for the support and co-operation extended by the clients, bankers, investors, shareholders, and the media for their unwavering support through the years. Your Directors also wish to thank the employees at all levels, who through their sheer commitment, sense of involvement, utmost dedication and continued perseverance enabled the Company to achieve the overall development, growth and prosperity.

By Order of the Board of Directors
For Marg Techno Projects Ltd
Sd/-
Dhananjay Velayudhan Nair
(Chairman)

Registered Office:
9 Ground floor, Goverdhan Apartment,
Timaliyawad,
Surat-395001, Gujarat
West Bengal

COMPANY'S PHILOSOPHY

Pursuant to Revised Clause 49 of the Listing Agreement with the Stock Exchange, Compliance with the requirements of Corporate Governance is set out below :-

Your company philosophy is to continue to enhance the value of its stakeholders including shareholders, customers, employee's lenders and society at large. The company believes that good corporate governance practices are sine qua non for sustainable development of business. Your company believes that all actions and strategic plans should deliver fair value to its stakeholders. It is an integral part of the company core value which includes fairness, transparency integrity, equity, honesty and accountability .Your Company is compliance with the standards set out by clause 49 of the listing agreement with stock exchange.

BOARD OF DIRECTORS

I. BOARD OF DIRECTORS

(A) The Constitution of Board of Directors of the Company is governed by the Company's Act 1956 and the Clause 49 of listing agreement. The Company's Board comprises a combination of executives and non-executive Directors. The Board presently consists of 3 Directors and its mix provides a combination of professionalism, knowledge and experience required in the line of Business of the Company. The Board is responsible to manage business of the Company. The functions, responsibilities, role and accountability of the Board are well defined.

The details of the composition of the Board as on 31.03.2014, attendance at the Board Meeting during the year and at the last Annual General Meeting, Number of Directorships, Membership/Chairmanship in other public companies are as follows:-

Sr No .	Name of the Director	Designation	Executive/ Non Executive/Promoter	Independent / Non Independent
1	Dhananjayan Velayudhan Nair	Director	Executive	Non-Independent
2	Sanjay Amrutlal Nikalwala	Director	Non-Executive	Independent
3	Babu Thomas Puthur	Director	Non-Executive	Independent

(B) Attendance of Directors at Board Meetings, last Annual General Meeting (AGM) & number of other Directorship and Chairmanships/Memberships of Committees of each Director in various Companies as on 31st March, 2014. Board holds periodic meetings to review and discuss performance of the Company, its future plans, strategies and other pertinent items relating to the Company. During the financial year ended on 31st March, 2014, meeting of the Board of Directors was held 5 Five (s) times on: **15/05/2013, 26/08/2013 , 11/12/2013, 15/02/2014 and 07/03/2014**

Name	Designation	Board Meetings Attended	Whether Last AGM Attended	Directorships held in other Public Limited Companies	No. of Membership(s)/Chairmanship(s) of Board Committees in other Companies #
Dhananjayan Velayud	Chairman & Director	5	Yes	1	Nil
Sanjay Amrutlal	Independent Director	5	Yes	Nil	Nil
Babu Thomas Puthur	Independent Director	5	Yes	Nil	Nil

Pursuant to clause 49 of Listing Agreement with Stock Exchanges, Memberships/Chairmanships of only Audit Committees and Shareholders Grievance committee in all Public Limited companies (excluding Marg Techno-Projects Limited) have been considered.

The agenda and notes on agenda are circulated to the Board members in advance for facilitating meaningful and focused discussion at the Board Meeting. The Board members, in consultation with the chairman may bring up any matter for consideration of the Board.

The Board periodically reviews compliance report of all laws applicable to the Company. Steps are taken by the Company to rectify or comply the instances of non-compliance, if any noticed.

COMMITTEE OF THE BOARD

1. AUDIT COMMITTEE
2. SHAREHOLDER'INVESTOR GRIEVANCE COMMITTEE

AUDIT COMMITTEE

Company has an Audit committee comprising of 2 (Two) Non- executive Directors and 1 (One) All the members of the Audit Committee are financially literate and have accounting or related financial management expertise. The terms of reference of the Audit Committee included the power as laid down in clause 49(II)(C) and the role as stipulated in Clause 49(II)(D) of the listing agreement and review of the information as laid down in clause 49(II)(E)

During the financial year ended on 31st March, 2014, four (4) meetings of the Audit committee were held on :04/04/2013, 14/08/2013, 03/10/2013,16/01/2014. Quarterly financial reports are firstly approved by the Audit Committee and then are approved by Board. The composition of Audit Committee and the attendance of members during these meetings are as follows:-

Composition

Name	Designation	Category
1. Mr.Sanjay Amrutlal Nikalwala	Chairman	Non-Executive /Independent Director
2. Mr. Babu Thomas Puthur	Member	Non-Executive /Independent Director
3. Mr.Dhananjay Velayudhan Nair	Member	Executive Director

The Company Secretary of our Company shall act as a Secretary to the Audit Committee. The Chairman of the Audit Committee shall attend the Annual General Meeting of our Company to furnish clarifications to the shareholders in any matter relating to accounts. The scope and function of the Audit Committee and its terms of reference shall include the following:

A. Tenure: The Audit Committee shall continue to be in function as a committee of the Board until otherwise resolved by the Board, to carry out the functions of the Audit Committee as approved by the Board.

B. Meetings of the Committee: The committee shall meet at least four times in a year and not more than four months shall elapse between any two meetings. The quorum for the meeting shall be either two members or one third of the members of the committee, whichever is higher but there shall be presence of minimum two Independent members at each meeting. Meeting of the Audit Committee shall be called by at least seven day's notice in advance.

C. Role and Powers: The Role of Audit Committee together with its powers shall be as under:

1. Overseeing the company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
2. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees;

3. Approving payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements before submission to the Board for approval, with particular reference to:
 - a. matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (2AA) of Section 217 of the Companies Act;
 - b. changes, if any, in accounting policies and practices along with reasons for the same;
 - c. major accounting entries involving estimates based on the exercise of judgment by management;
 - d. significant adjustments made in the financial statements arising out of audit findings;
 - e. compliance with listing and other legal requirements relating to financial statements;
 - f. disclosure of any related party transactions; and
 - g. qualifications in the audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems;
8. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
9. Discussing with the internal auditors any significant findings and follow up there on;
10. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;

11. Discussing with the statutory auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern;
12. Looking into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of nonpayment of declared dividends) and creditors;
13. Reviewing the functioning of the Whistle Blower mechanism, in case the same is existing;
14. Approving the appointment of the Chief Financial Officer (i.e. the whole time finance director or any other person heading the finance function) after assessing the qualifications, experience and background, etc., of the candidate; and
15. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee or contained in the equity Listing agreements as and when amended from time to time.

Further, the Audit Committee shall mandatorily review the following:

- a) Management discussion and analysis of financial condition and results of operations;
- b) Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
- c) Management letters / letters of internal control weaknesses issued by the statutory auditors;
- d) Internal audit reports relating to internal control weaknesses; and
- e) The appointment, removal and terms of remuneration of the chief internal auditor.

.SHARE TRANSFER AND INVESTOR`S GRIEVANCE COMMITTEE

Your Company constituted the Committee to oversee the redressal of shareholders' grievances relating to transfer of shares, non-receipt of annual report, dividend etc since the year 2001. The Committee deals with the various matters relating to:-

- transfer/ transmission of shares/ debentures,
- issue of duplicate share certificate,
- review of shares dematerialized and all other related matters,
- monitors expeditious redressal of investor`s grievances, all other matters related to shares/ debentures.

Composition

Name	Designation	Category
1. Mr.Sanjay Amrutlal Nikalwala	Chairman	Non-Executive /Independent Director
2. Mr. Babu Thomas Puthur	Member	Non-Executive /Independent Director
3. Mr.Dhananjay Velayudhan Nair	Member	Executive Director

III. CODE OF CONDUCT

The Board of Directors of the Company has formulated a code of conduct for all Board Members and Senior Management Personnel of the Company and Compliance thereof has been affirmed by all concerned. This Code of Conduct will be placed on the Company's Website.

IV. DECLARATION FOR COMPLIANCE OF CLAUSE 49(I)(D)

This is to confirm that the Company has adopted a Code of Conduct for all the Board Members and Senior Management Personnel of the Company. It is further confirmed that the Board Members and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct for the financial year ended 31st March, 2014.

Executive Director

Date:

Dhananjayan Velayudhan .Nair

Place: Kolkata

V. DETAILS OF DIRECTORS APPOINTED/RE-APPOINTED

Details of directors being appointed/re-appointed have been disclosed in the notice of the Annual General Meeting, i.e. brief resume, nature of expertise in specific functional areas, numbers of directorships and committee memberships and their shareholding in the Company.

VI. GENERAL BODY MEETINGS

Location & time for the last three Annual General Meetings:

Annual Meeting	General	Date & Time	Venue
31st March, 2013		30th September, 2013, at 11.00 A.M	9, Ground Floor, Goverdhan Apartment Timaliavad, Surat, Gujarat-395001
31st March, 2012		29th September, 2012, at 11.00 A.M	9, Ground Floor, Goverdhan Apartment Timaliavad, Surat, Gujarat-3950014

31st March, 2011	30th September, 2011, at 11.00 A.M	9, Ground Floor, Goverdhan Apartment Timaliavad, Surat, Gujarat- 395001
------------------	---------------------------------------	--

VII. LOCATION AND TIME OF LAST TWO EXTRA-ORDINARY GENERAL MEETINGS

No Extra-Ordinary General Meeting was held in the financial year 2013-2014.

VIII POSTAL BALLOT

No Resolution has been passed during last three financial years through Postal Ballot Rules.

IX. DETAILS OF COMPLIANCE OFFICER:

Name	Mr Kunjal Dalal
Phone No.	0261 246 4305
Email-Id	margtechno@gmail.com

X. DISCLOSURES

- (a) For the list of disclosures of related party relationship and transactions as per Accounting Standard AS-18, "Related Party Disclosures", Additional Notes to the Annual Audited Accounts of the Company for the financial year ended on 31st March, 2014 may be referred to..
- (b) The Company has duly complied with the requirements of the regulatory authorities on capital market. No structures were imposed on the Company by the SEBI, or any statutory authority on any matter related to capital markets during the last three year.
- (c) There was no pecuniary relationship or transactions between the Company and the Non Executive Directors.
- (d) While preparing financial statements for the year under review, no accounting treatment which was different from that prescribed in the Accounting Standard issued by The Institute of Chartered Accountants of India was followed.
- (e) The Company does not presently have a Whistle Blower policy
- (f) The Board has received disclosures from senior management personnel relating to material financial and commercial transaction in which they and/or their relatives have personal interest.

(g) A Management Discussion and Analysis Report has been included as a part of the Directors' Report to the Shareholders for the financial year ended 31st March, 2014.

(h) Details of Compliance with clause 49 Listing Agreement with Stock Exchange:

- All mandatory requirements under this clause have been appropriately complied with.
- The Company has a remuneration committee, which is not a mandatory requirement under this clause as reported in paragraph iii above.
- Other non mandatory requirements will be adopted by your Company's Board as and when required and /or deemed necessary.

(i) The Company does not have any Indian Subsidiary Company and hence provision of an Independent Director of the Company on the Board of such Subsidiary Company is not applicable.

XI. MEANS OF COMMUNICATIONS

- The Company regularly provides information to the Stock Exchanges as per the requirements of the listing Agreement.
- The Quarterly/Half Yearly/Nine Months & Annual Results have been submitted to The Calcutta Stock Exchange Ltd. and published in the leading English Newspapers and in vernacular language Newspaper.

XII. GENERAL SHAREHOLDER INFORMATION

Detailed information in this regard is provided in section "Shareholders Information" which forms part of this Annual Report.

XIII. SHAREHOLDERS' INFORMATION

a. Annual General Meeting

The information regarding Annual General Meeting for the financial year ended on 31st March 2014 is as follows :-

Day & Date	:	Tuesday, 30th September, 2014
Time	:	11.00 A.M.
Venue	:	9, Ground Floor, Goverdhan Apartment Timaliavad, Surat, Gujarat-395001

b. Financial Calendar (Tentative)

Financial reporting for the quarter ending June 30,2014	Within 45 days of end of Quarter
Financial reporting for the quarter ending September 30,2014	
Financial reporting for the quarter ending December 31,2014	
Financial reporting for the quarter ending March	Within 60 days of end

31,2015	of Quarter
Annual General Meeting for the year ending 31 st March,2015	On & before Last week of September 2015

- c. Financial Year : 1st April 2013 to 31st March, 2014.
- d. Date of Book Closure : 24th to 30th September, 2014
- e. Dividend Payment Date : No Dividend has been recommended for the year under review.
- f. Listing of Shares : Ahmedabad Stock Exchange Limited (ASEL), Delhi Stock Exchange (DSE) and Vadodara Stock Exchange Limited (VSE)
- g. Registrar & Share Transfer Agent : Link Intime India Private Limited
Unit No.303,3rd Floor, Shoppers plaza, Opp. Municipal Market, Behind Shoppers Plaza II, Off C.G Road,Ahmedabad,Gujarat-380009

h. Share Transfer Systems

As on 31st March, 2014, none of the shares of the Company are in electronic form. The share transfers which are received in physical form are processed and the share certificates returned within a period of 15-20 days from the date of receipt of the transfer, subject to documents being valid and complete in all respects. The Company also obtains from a Practicing Company Secretary, half yearly certificate of compliance with the share transfer formalities as required under Clause 47(c) of the Listing Agreement with Stock Exchange and files a copy of the certificate with the Stock Exchange.

i. Shareholding pattern as on 31st March 2014

- Distribution of Shareholding as on 31st March, 2014:

Share or Debenture holding of nominal value		Share/Debenture Holders		Share/Debenture Amount	
Rs.	Rs.	Number	% to Total	Rs.	% to Total
(1)		(2)	(3)	(4)	(5)
Up to – 5000		699	64.19	1611100	2.685

5001 - 10000	201	18.46	157600 0	2.63
10001 - 20000	101	9.28	148510 0	2.475
20001 - 30000	29	2.66	724100	1.21
30001 - 40000	2	0.18	68000	0.11
40001 - 50000	7	0.64	345000	0.575
50001 - 100000	11	1.01	895000	1.49
100001 and above	39	3.58	53295 700	88.83
TOTAL	1089	100.00	60000 000	100.0 0

j. Category of Shareholders as on 31st March, 2014

Category	No. of Shares Held	% of shareholdings
Promoters & Promoter Group	4366170	72.77
Institutional Investors	0	
Bodies Corporate	0	
Indian Public	1633830	27.23
Total	6000000	100.00

k. Dematerialization of Equity Shares & Liquidity

Particulars of Shares	Equity Shares of Rs.10 each	
	Number	% of Total

l. Outstanding GDRs./ADRs/Warrants or any convertible instruments, conversion data likely impact on Equity

: Not Applicable .

m. Reconciliation of Share Capital Audit

A Practicing Company Secretary carried out Reconciliation of share capital audit to reconcile total issued and listed capital. The Audit confirms that the total issued/paid up capital is in agreement with the aggregate of the total number of shares in physical form (none of the shares of the Company are in dematerialized form) .This audit is carried out every quarter and the report thereon is submitted to Stock Exchanges.

n. Investors' Correspondence

Shareholders can contact the Company for Secretarial matters at: 9th, Ground Floor, Goverdhan Apartment Timaliavad, Surat, Gujarat-395001

CERTIFICATION TO THE BOARD

The Board of Directors

Marg Techno-Projects Limited

Ref- Financial Statements for the period ended March 31, 2014:

I, Dhananjayan Velayudhan Nair , Managing Director, of the Company on the basis of the review of the Financial statements for the year ended on 31st March, 2014 along with cash flow statement for that period and to the best of our knowledge and belief , certify under Clause 49 of the Listing Agreement that:-

- a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- b) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws a regulation.
- c) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ending March 31,2014, that are fraudulent, illegal or volatile of the Company's Code of Conduct.
- d) We accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting We have indicated to the Auditors and the Audit Committee:
 - o Significant changes in internal control over financial reporting during the year;
 - o Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - o Instances of significant fraud, if any, of which we became aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

(Chairman)

sd/-

Place:

Date:



Marg Techno-Projects Limited
CIN NO. - U69590GJ1993PLC 019764

9 Ground floor, Goverdhan Apartment, Timaliyawad, Surat- 395001, Gujarat.

Email id-margtechno@gmail.com

ATTENDANCE SLIP

Folio No:

No. of Shares held:

I certify that I am the registered shareholder/proxy for the registered shareholder of the Company. I hereby record my presence at the 19th Annual General Meeting 9 Ground floor, Goverdhan Apartment, Timaliyawad, Surat- 395001, Gujarat on the 30th day of September, 2013 at 11.00a.m.

Name of the Shareholder/Proxy:-

Signature of the Shareholder/Proxy:-



MARG TECHNO-PROJECTS LIMITED

CIN NO. - U69590GJ1993PLC 019764

9 Ground Mfloor, Goverdhan Apartment, Timaliyawad, Surat- 395001, Gujarat.

PROXY FORM

Folio No:

No. of Shares held:

I/We ----- of ----- in the district of -----
----- being a member/members of M/s. Marg Techno-Projects Limited, hereby appoint -----
----- of ----- in the District of ----- or failing him -----of-----
----- in the District of----- as my / our Proxy to vote for me/ us on
my/our behalf, at the 19th Annual General Meeting to be held at 9 Ground floor, Goverdhan Apartment,
Timaliyawad, Surat- 395001, Gujarat, on Friday the 30th day of September 2013 at 11.00 a.m and at any
adjournment thereof.

Signed this ----- day of -----, 2013



SIGNATURE _____

NOTE:

- 1. In the case of a Corporation this Proxy shall be either given under the Common Seal or signed on its behalf by an Attorney or Officer of the Corporation.*
- 2. Proxies to be valid must be deposited at the Registered Office of the Company, not later than 48 hours before the time for holding the Meeting.*



Book Post

If undelivered please return to:

Marg Techno-Projects Limited

9 Ground floor, Goverdhan Apartment, Timaliyawad, Surat- 395001, Gujarat.

(

MARG

MARG

AUDIT REPORT
F.Y. 2013-2014
A.Y. 2014-2015

M/S MARG TECHNO PROJECTS LIMITED

AUDITOR

M/S. AADIL AIBADA & ASSOCIATES
Chartered Accountant
PAN: AAPPA7007C

510-511-512, Jolly Plaza,
Athwagate, Surat
Mobile No. : 9825313513

AADIL AIBADA & ASSOCIATES

Chartered Accountant

B. Comm., FCA

Mobile No. 98253 13513

510-511-512, Jolly Plaza, Athwagate, Surat-395001.

INDEPENDENT AUDITOR'S REPORT

To

The members of **MARG TECHNO PROJECTS LIMITED**

Report on Financial Statements

We have audited the accompanying financial statements of **MARG TECHNO PROJECTS LIMITED** ("The Company"), which comprise the Balance Sheet as at March 31, 2014, 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 ("the Act"). 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 auditors' 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 Profit 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.

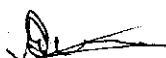
Report on Other Legal and Regulatory Requirements:

- (1) As required by the Companies (Auditors' Report) Order, 2003 ("the Order") 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;
 - 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;
 - 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.

As per Our Report of Even Date,

For Adil Aibada & Associates,

Chartered Accountants,

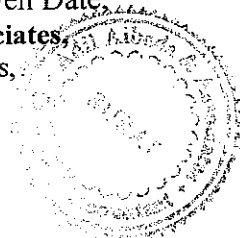


(Aadil S. Aibada)

Proprietor.

Membership No. 045310.

SURAT, 02.09.2014.



AADIL AIBADA & ASSOCIATES

Chartered Accountant

B. Comm., FCA

Mobile No. 98253 13513

510-511-512, Jolly Plaza, Athwagate, Surat-395001.

ANNEXURE TO AUDITORS' REPORT

[Referred to in paragraph 3 of the Auditors' Report of even date to the members of Marg Techno Projects Limited on the financial statements for the year ended March 31, 2014]

(i)

- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) As per the information and explanations provided by the management, all the fixed assets have been physically verified by the management during the year and there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets.
- (c) In our opinion and according to the information and explanations given to us, the Company has not any substantial part of fixed assets has disposed of by the company during the year.

(ii)

- (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable.
- (b) The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation of the size of the Company and the nature of its business.
- (c) The Company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification carried out at the end of the year.

(iii)

- (a) The Company has not granted loan to company covered in the register maintained under section 301 of the Companies Act, 1956.
- (b) In our opinion and according to the information and explanations given to us, the Company has not given loan and hence charging of interest is not applicable.
- (c) The Company has taken loan from Directors only as per the register maintained under section 301 of the Companies Act, 1956.
- (d) No interest paid by the Company.

- (iv) In our opinion and according to the information and explanations given to us, there exist No internal control system however we are unable to comment on it being commensurate with the size of the Company and the nature of its business with regard to purchase of inventory, fixed assets and with regard to the sale of goods and services.
- (v)
- (a) Company has not entered in to any contract particulars of which are required to be entered in register to be Maintained U/s. 301 of the Companies Act, 1956.
- (b) In respect of transactions made in pursuance of such contracts or arrangements have been entered into during the financial year are reasonable except in some of the transactions, for which no comments is being made owing to the unique and specialized nature of the items involved and absence of any comparable prices. For price justification reliance is placed on the information and explanation given by the management. However no major transactions have been so entered.
- (vi) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of Sections 58A and 58AA or any other relevant provisions of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 with regard to the deposits accepted from the Share Holders/Directors.
- (vii) In our opinion the Company has no internal audit systems however we cannot comment up on it commensurate with the size and nature of its business.
- (viii) We have broadly reviewed the books of account maintained by the company in respect of Trading of Goods where, pursuant to the Rules made by the Central Government of India, the maintenance of cost records has been not prescribed under clause (d) of sub-section (1) of Section 209 of the Act.
- (ix)
- (a) The Company inform us that provident fund, investor education and protection fund, employees' state insurance, to the company are not applicable.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, education and protection fund, employees' state insurance, income tax, wealth tax, service tax, sales-tax, customs duty, excise duty, cess and other undisputed statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- (x) The company has accumulated losses at the end of the financial year and it has not incurred cash losses in the current and immediately preceding financial year.
- (xi) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to financial institutions, bank, or debenture holders.
- (xii) 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 & advances on the basis of security by way of pledge of shares, debentures and other securities.

- (xiii) In our opinion, the Company is not a chit fund or a nidhi / mutual benefit fund/ Society. Therefore, the provisions of clause (xiii) of paragraph 4 of the Companies (Auditor's Report) Order, 2003 (as amended) are not applicable to the Company.
- (xiv) In our opinion, the Company is not dealing in or trading in shares, securities, debenture and other investments. Accordingly, the provisions of clause (xiv) of paragraph 4 of the Companies (Auditor's Report) Order, 2003 (as amended) are not applicable to the Company.
- (xv) In our opinion and according to the information and explanations given to us, the company has not given any guarantee for loans taken by others from banks or financial institutions during the year.
- (xvi) In our opinion, the term loans have not been raised and hence application of the same is not applicable.
- (xvii) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term investment.
- (xviii) According to the information and explanation given to us, the Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under Section 301 of the Companies Act, 1956.
- (xix) The Company did not have any outstanding debentures during the year.
- (xx) The Company has not raised money by way of public issue during the year.
- (xxi) 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.

As per Our Report of Even Date,

For Adil Aibada & Associates,
Chartered Accountants,



(Aadil S. Aibada)
Proprietor.

Membership No. 045310.

SURAT, 02.09.2014.

AADIL AIBADA & ASSOCIATES

Chartered Accountant

B. Comm., FCA

Mobile No. 98253 13513

510-511-512, Jolly Plaza, Athwagate, Surat-395001.

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To

The members of **MARG TECHNO PROJECTS LIMITED**


We have examined the compliance of conditions of Corporate Governance by **MARG TECHNO PROJECTS LIMITED**, for the year ended on March 31, 2014, as stipulated in clause 49 of the Listing Agreement of the said Company with stock exchanges.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on 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 certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

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

For Adil Aibada & Associates,
Chartered Accountants,


(Aadil S. Aibada)
Proprietor.

Membership No. 045310.

SURAT, 02.09.2014.



M/S. MARG TECHNO PROJECTS LIMITED

BALANCE SHEET AS ON 31ST MARCH, 2014.

Particulars	Sch.	As at 31.03.14	As at 31.03.13
<u>EQUITY AND LIABILITIES</u>			
<u>SHAREHOLDERS' FUNDS</u>			
(a) Share Capital	1	60,000,000	60,000,000
(b) Reserves and surplus	2	5,498,067	5,498,067
Total (a) ...		65,498,067	65,498,067
<u>NON-CURRENT LIABILITIES</u>			
(a) Long Term Borrowings	3	43,853,968	43,853,968
(b) Deferred Tax Liabilities (Net)		-	-
Total (b) ...		43,853,968	43,853,968
<u>CURRENT LIABILITIES</u>			
(a) Short Term Borrowings		-	-
(b) Trade Payables		-	-
(c) Other Current Liabilities	4	522,159	384,923
Total (c) ...		522,159	384,923
Total (a+b+c) ...		109,874,194	109,736,958
<u>ASSETS</u>			
(a) Fixed Assets			
Tangible Assets	5	349,459	362,871
(b) Non-current Investments		-	-
(c) Long Term Loans & Advances		-	-
(d) Deferred Tax Assets		-	-
Total (d) ...		349,459	362,871
<u>CURRENT ASSETS</u>			
(a) Current Investments	6	17,033,457	17,033,457
(b) Trade Receivable	7	84,973,638	84,606,174
(c) Cash and Cash Equivalents	8	135,220	330,693
(d) Short Term Loans and Advances		-	-
Total (e) ...		102,142,315	101,970,324
<u>MISC EXPENDITURE</u>			
(a) Profit & Loss Account	9	7,382,420	7,403,763
Total (f) ...		7,382,420	7,403,763
Total (d+e+f) ...		109,874,194	109,736,958
		-	-

Signatures to Schedule 1 to 13 forming part of Balance Sheet and Profit & Loss Accounts.

For Adil Aibada & Associates,
Chartered Accountants,

(Aadil S. Aibada)

Proprietor.

Membership No.045310

SURAT, 02.09.2014



FOR MARG TECHNO PROJECTS LIMITED

Hee Long Jay
DIRECTORS

M/S. MARG TECHNO PROJECTS LIMITED

PROFIT AND LOSS ACCOUNT

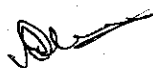
FOR THE YEAR ENDED ON 31ST MARCH, 2014.

Particulars	Sch.	As at 31.03.14	As at 31.03.13
1. Revenue from Operations (Gross)		721,131	652,547
Less: Excise duty		-	-
Revenue from Operations (Net)		721,131	652,547
2. Other Income		-	-
4. TOTAL REVENUE		721,131	652,547
5. Expenses			
(a) Cost of Electric Power		9,080	8,022
(b) Employee benefits Expenses	10	355,850	435,113
(c) Financial Expenses	11	1,942	4,048
(d) Depreciation		36,287	38,016
(e) Administration & Other Expenses	12	289,679	141,488
TOTAL EXPENSES		692,838	626,687
6. Profit / (Loss) before exceptional and extraordinary items and tax (3-4)		28,293	25,860
7. Exceptional Items		-	-
8. Profit / (Loss) before Extraordinary items and Tax (6 + 7)		28,293	25,860
9. Extraordinary Items		-	-
10. Profit / (Loss) before Tax (8+9)		28,293	25,860
11. Tax Expenses :			
(a) Income Tax Expenses for previous year		6,950	5,850
(b) Taxation for previous year		-	-
(c) Deferred Tax		-	-
12. Profit / (Loss) from continuing operations		21,343	20,010
13.i Profit / (Loss) from discontinuing operations		21,343	20,010
13.ii Add / (Less) : Tax Exp of discontinuing operations		-	-
14. Profit / (Loss) from discontinuing operations		-	-
15. Profit / (Loss) for the year		21,343	20,010
16. Earning per share (of Rs. 10/- each)		0.004	0.003

Signatures to Schedule 1 to 19 forming part of Balance Sheet and Profit & Loss Accounts.

For Adil Aibada & Associates,

Chartered Accountants,



(Aadil S. Aibada)

Proprietor.

Membership No.045310..

SURAT, 02.09.2014.



FOR MARG TECHNO PROJECTS LIMITED

1



2



DIRECTORS

MARG TECHNO PROJECTS LTD.

SCHEDULE FORMING PART OF THE BALANCE-SHEET AS ON 31ST MARCH, 2014

Particulars	As at 31.3.2014	As at 31.3.2013
SCHEDULE- 1 : SHARE CAPITAL		
AUTHORISED SHARE CAPITAL		
7510000 EQUITY SHARES OF RS.10/- EACH.	75,100,000	75,100,000
ISSUED, SUBSCRIBED & PAID UP		
6000000 EQUITY SHARES OF RS.10/- EACH FULLY PAID UP	60,000,000	60,000,000
	60,000,000	60,000,000
(A) Details of Shareholders holding more than 5% of the aggregate Shares in the Company		
	No. of Shares	No. of Shares
	% of Holding	% of Holding
No Share holders holding more than 5% of the aggregate Shares in the Company.	-----Nil-----	-----Nil-----
SCHEDULE- 2 : RESERVES & SURPLUS		
SPECIAL RESERVES	451,948	451,948
GENERAL RESERVES	1,461,334	1,461,334
RESERVES FOR BAD DEBTS	3,584,785	3,584,785
	5,498,067	5,498,067
SCHEDULE- 3 : LONG TERM BORROWINGS		
SECURED LOAN FROM BANK	43,853,968	43,853,968
	43,853,968	43,853,968
SCHEDULE- 4 : OTHER CURRENT LIABILITIES & PROVI.		
AUDIT FEES PAYABLE	50,472	52,236
SALARY PAYABLE	19,000	-
D K NAIR	300,975	180,975
A. K. RAMAKRISHNAN	151,712	151,712
	522,159	384,923

SCHEDULE : 5 : TANGIBLE FIXED ASSETS

PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	As on	ADDITION	As on	As on	Dep. for	AS ON	As on	As on
	01.04.2013	(DEDUCTION)	31.03.2014	01.04.2013	the year	31.03.2014	31.03.2013	31.03.2014
COMPUTER	384,502	15,375	399,877	259,379	12,512	271,891	125,123	127,986
FURNITURE & DEAD STOCK	1,052,050	7,500	1,059,550	848,786	20,326	869,112	203,264	190,438
CYCLE	7,000	-	7,000	5,671	133	5,804	1,329	1,196
OFFICE EQUIPMENT	165,415	-	165,415	132,260	3,316	135,576	33,155	29,839
This Year	1,608,967	22,875	1,631,842	1,246,096	36,287	1,282,383	362,871	349,459

SCHEDULE- 6 : CURRENT INVESTMENTS**[A] QUOTED SHARES**

AMI URJA VIKALP LTD (Market value no available)	3,448,000	3,448,000
OCTOGAN INDUSTRIES LTD (Market value Rs. 3/- per shares of face value of Rs. 10/-)	2,435,000	2,435,000

[B] UNQUOTED SHARES : PRIME HEALTH CARE LTD.

150,000	150,000
---------	---------

[C] SHARE INVESTMENT & APPLICATION MONEY

INARA FINANCIAL SERVICES LTD	5,135,000	5,135,000
DIAMOND JUBILEE BAN LTD	375,000	375,000
BHIKSHU PRINTS PRIVATE LTD.	1,582,361	1,582,361
MINAXI FASHION	630,000	630,000
AGRAWAL TRANS. CO.	2,160,000	2,160,000
JBFS LTD	978,096	978,096

[D] DEPOSIT - OFFICE

140,000	140,000
---------	---------

17,033,457	17,033,457
------------	------------

SCHEDULE - 7 : TRADE RECEIVABLE (Sundry Debtors)

As per List Attached

84,973,638	84,606,174
------------	------------

84,973,638	84,606,174
------------	------------

SCHEDULE- 8 : CASH AND CASH EQUIVALENTS

CASH BALANCE

75,814	319,034
--------	---------

Total...a

75,814	319,034
--------	---------

STATE BANK OF INDIA

55,025	7,278
--------	-------

CANARA BANK

545	545
-----	-----

SARDAR VALLABHBHAI SAHKARI BANK

930	930
-----	-----

GUJARAT MERCANTILE CO OP BANK-A'BAD

(5,623)	(5,623)
---------	---------

THE BHOOJ MERCANTILE CO OP BANK-A'BAD

6,200	6,200
-------	-------

THE SURVIKAS PEOPLES CO OP BANK-A'BAD

965	965
-----	-----

THE SURAT DISTRICT CO-OP. BANK-SURAT

1,364	1,364
-------	-------

Total...b

59,406	11,659
--------	--------

Total...a+b

135,220	330,693
---------	---------

SCHEDULE-: 9 : PROFIT AND LOSS ACCOUNT

PROFIT & LOSS ACCOUNT-OPENING BALANCE

7,403,763	7,423,773
-----------	-----------

ADD/LESS : LOSS/PROFIT DURING THE YEAR

21,343	20,010
--------	--------

7,382,420	7,403,763
-----------	-----------

SCHEDULE - 10 : EMPLOYEE BENEFIT EXPENSES

DIRECTORS' REMUNERATION

120,000	120,000
---------	---------

SALARIES

235,850	288,000
---------	---------

STAFF WELFARE EXPENSES

-	3,113
---	-------

STAFF BONUS

-	24,000
---	--------

355,850	435,113
---------	---------

SCHEDULE - 11 : FINANCIAL EXPENSES		
BANK CHARGES	1,942	4,048
	1,942	4,048
SCHEDULE- 12 : ADMINISTRATIVE & OTHER EXPS		
AUDIT FEES	11,236	11,236
BAD DEBTS WRITTEN OFF	112,135	-
COMPUTER REPAIRS & MAINTANANCE	4,225	5,620
CONVEYANCE/VEHICLE EXPS	16,730	24,500
LEGAL/PROFESSIONAL AND CONSULTANCY FEES	5,000	6,500
MUNICIPAL TAX	16,010	-
OFFICE/MISC. EXPS	16,926	12,092
OFFICE REPAIRS & MAINTANANCE EXPS	7,752	3,300
OFFICE RENT	12,000	38,500
POSTAGE & TELEGRAMS EXPS	-	420
PROFESSIONAL TAX	-	2,350
STATIONERY & PRINTING	7,452	195
SERVICE TAX	4,000	-
TELEPHONE EXPENSES	7,460	4,832
TRAVELLING EXPENSES	68,753	31,943
	289,679	141,488

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2014

1. Corporate Information:

MARG TECHNO PROJECTS LIMITED is Limited Company domiciled in India. The Company is engaged in the business of Financial Service.

2. Summary of Significant Accounting Policies:

i) Basis of Accounting:

The financial statements are prepared under historical cost convention on accrual basis of accounting and in accordance with the Accounting Standards prescribed under the Companies (Accounting Standards) Rules, 2006 and the relevant provisions of the Companies Act, 1956.

ii) Use of Estimates :

The presentation of financial statements in conformity with the generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known /materialized.

iii) Revenue Recognition & other Accounting Policies:

(a) The Company recognize revenue on the sale of products when risks and rewards of the ownership is transfer to the customer. Sales are accounted net of amount recovered towards excise duty, Sales Tax and sales Returns.

(b) Sales returns are accounted on actual receipt of return goods/settlements of claims.

(c) Services are accounted for pro-rata over the period of contract.

iv) Fixed Assets & Depreciation :

a) Fixed Assets are stated at cost of acquisition / Construction, cost of improvement and any attributable cost of bringing the asset to its working condition for intended use or at revalued amounts wherever such assets have been revalued less accumulated depreciation.

b) Depreciation on all assets are provided on written down value method specified in Income Tax Act, 1961.

v) Intangible Assets and Amortization :

Intangible assets are measured at cost and written off 10% every year.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2014

vi) Borrowing Cost :

As informed to us, there are no borrowing cost applicable to the Company.

vii) Foreign Currency Transactions:

As informed to us, there are "NO Foreign Currency Transactions".

viii) Employee Benefits

a) Short Term Employee Benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. Benefits such as salaries, wages and the expected cost of bonus are recognized in the period in which an employee renders the related services.

b) Post-Employment Benefits:

i. Defined Contribution Plans: The Company's Statutory Provident Fund, Employees' Super-annuation Fund and Employee State Insurance Scheme are defined contribution plans. As informed to us No Such Benefits are applicable to the Company and hence No Such provisions are made.

ii. Defined Benefit Plan:

The Employees' Group Gratuity Fund is the Company's defined benefit plan for which Company has not taken Group Gratuity cum Life Insurance Policy from Life Insurance Corporation of India. As informed to us No Gratuity or any benefits are applicable to the Company and hence not provided..

ix) Taxation :

Income Tax comprises of Current Tax and net changes in Deferred Tax Assets or Liability during the period. Current Tax is determined as the amount of tax payable in respect of taxable income for the period as per the enacted Tax Regulations.

Deferred Tax Assets and Liabilities are recognized for the future tax consequences of timing differences between the book profit and tax profit. Deferred Tax Assets and Liabilities other than on carry forward losses and unabsorbed depreciation under tax laws are recognized when it is reasonably certain that there will be future taxable income. Deferred Tax Asset on carry forward losses and unabsorbed depreciation, if any, are recognized when it is virtually certain that there will be future taxable profit. Deferred Tax Assets and liabilities are measured using substantively enacted tax rates. The effect on Deferred Tax Assets and Liabilities of a change in tax rates is recognized in the Statement of Profit & Loss in the period of substantive enactment of the change

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2014

x) **Valuation of Stock:**

As informed to us Company has No Stock on Hand and hence Valuation is not applicable.

xi) **Leases:**

No Assets acquired on Lease.

xii) **Provision for Bad and Doubtful debts:**

Provision is made in accounts for Bad and Doubtful Debts as and when the same in opinion of the Management are considered doubtful of recovery.

xiii) **Liquidated Damages:**

As informed to us there are No Liquidated Damages to the Company and hence no Provision made.

xiv) **Impairment of Fixed Assets :**

Consideration is given at each Balance Sheet date to determine whether there is no any indication of carrying amount of the Company's fixed assets. If there is any indication of impairment based on internal / external factors, then asset's recoverable amount is estimated.

xv) **Investment:**

No Investment in the Company.

xvi) **Research & Development:**

As informed to us there are No Research and Development Expenses incurred by the Company.

xvii) **Provisions, contingent liabilities and contingent assets:**

As informed to us there are Not required for such provisions and hence the same are not made by the Company.

3. Long Term Borrowings:

The Company is obtaining "Long Term Borrowings" from Bank.

3.1 Interest Rate Profile of Term Loans & Deposits :

Interest Rate Profile of Term Loans & Deposits are Not Applicable to the Company.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2014**4. Deferred Tax Liabilities (Net):**

Not Provided as not required for the same.

5. Long Term Provisions :

Long Term Provisions are not Obtained.

6. Trade Payables

Particulars	As at 31.03.2014	As at 31.03.2013
	Rs.	Rs.
Others Trade Payables	Nil	Nil
Total	Nil	Nil

6.1 Other Current Liabilities.

Particulars	As at 31.03.2014	As at 31.03.2013
	Rs.	Rs.
Others Current Liabilities	522159	384923
Total	522159	384923

6.2 The Company has not received information from vendors regarding their status under the Micra Small and Medium Enterprises Development Act, 2006 and hence disclosure relating to amounts unpaid as at the year end together with interest paid/payable under this Act has not been given. This has been relied upon by the Auditors.

7. Short Term Provisions:

Short Term Provisions are not Provided.

8. Short Term Borrowings:

There are no any Short Term Borrowings.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2014

9. Long Term Borrowings:

No such Borrowing in the Company.

10. Non – Current Investments: No Such Investment.

11. Inventories:

Company is Finance given to various parties as a Loan. We have been informed that No Stock.

12. Trade Receivables : No Trade Receivable.

13. Cash And Cash Equivalents:

All Bank Balances are verified and tallied by the management. All Cash are with the Managing Directors and verified by the management only.

14. Short Term Loans and Advances:

There are no any Short Term Loans and Advances during the year under audit.

15. Revenue from Operation:

The Company is doing Finance given to various party as a loan. Revenue is recognized as and when material received by the party.

16. Other Income: no other income

17. Employee Benefits:

We have been informed that employees are paid Salary which includes all benefits. No Separate Benefits are paid.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2014

18. Auditors Remunerations:

Particulars	Financial Year 2013-2014	Financial Year 2012-2013
Audit Fees	11236	11236
Other Charges	--	--

19. Expenditure and Earnings in Foreign Exchange:

As informed to us – No Earnings or Expenditure in Foreign Exchange during the year under Audit.

20. Segment Reporting:

The Company operates in a single segment for giving Finance to Different Parties.

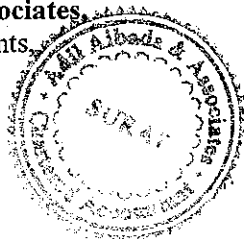
21. Related party Disclosures as required by AS-18 are given below.

Directors are related in Company – are [1] M/s Shankar Publication Pvt. Ltd. and [2] Marg Express Media Services Ltd.

NOTE: Related party relationship on the basis of the requirements of Accounting Standard (AS) 18 as identified and Certified by the Management and relied upon by the Auditors.

For Adil Aibada & Associates
Chartered Accountants.

(Aadil S. Aibada)
Proprietor.



Membership No. 045310.

SURAT, 02.09.2014.

FOR MARG TECHNO PROJECTS LIMITED.


DIRECTORS.