



34th

Annual Report
2015-2016

Name of the Company	TIRUPATI FINCORP LIMITED
CIN	L67120RJ1982PLC002438
Directors	Mr. Sudhir Parekh – Chairman Mr. Hitsaran Jain – Director Mr. Bhavesh Mammia – Independent Director Mr. Arvind Gala – Independent Director Ms. Beena Jain – Director
KEY MANAGERIAL PERSONNEL	Mr. Sudhir Parekh- Whole Time Director
REGISTERED OFFICE	406,407 Shekhawati Complex, Near Polo Victory Cinema, Jaipur – 302006
AUDITORS	KPND & CO. Shop No. 145 First Floor Shree Naman Plaza, Opp Sankar Lane Kandivali (west) Mumbai-400 067
REGISTRAR & TRANSFER AGENTS	Skyline Financial Services Private Limited D-153- A, First Floor, Okhla Industrial Estate, Phase-1, New Delhi – 110 020
BANKERS	AXIS BANK LTD ORIENTAL BANK LTD

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 34th Annual General Meeting (AGM) of the Members of Tirupati Fincorp Limited will be held on Wednesday, the 28th day of September, 2016 at 02:00 P.M. at The Theme Hotel, Main Tonk Road, Sita Bari, Jaipur – 302011 to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2016, the reports of the Board of Directors and Auditors thereon;
2. To appoint a Director in place of Mr. Hitsharan Jain, (DIN: 02910260) who retires by rotation and being eligible, offers himself for re-appointment.
3. To consider and if thought fit, to pass, with or without modification(s), the following resolution as Special Resolution:

“RESOLVED THAT pursuant to sections 139, 140 and all other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Audit) Rules, 2014, and subject to consent of the members of the Company, M/s. K P N D & Co., Chartered Accountants, Mumbai, having FRN No.133861W, having address as 145, 1st Floor, Shree Naman Plaza, Opp. Shankar Lane, S. V. Road, Kandivali (West), Mumbai – 400 067, be and is hereby appointed as Statutory Auditors in place of M/s. Sivaswamy & Kumar, Chartered Accountants, to fill up the casual vacancy caused by resignation of M/s. Sivaswamy & Kumar, Chartered Accountants, and to hold office from the conclusion of this AGM till the conclusion of the 39th AGM of the Company to be held in the year 2020, at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

**By Order of the Board
For TIRUPATI INTERNATIONAL LIMITED**

Registered Office:

406,407 Shekhawati Complex,
Near Polo Victory Cinema,
Jaipur – 302006
CIN: L67120RJ1982PLC002438

Sd/-
Sudhir Parekh
Chairman
DIN: 07184815

Date: 12th August, 2016

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF /HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON ONLY AS A PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR OTHER SHAREHOLDER.
2. The Register of Members and the Share Transfer Books of the Company will remain closed from, **Monday 20th September, 2016 to Monday, 28th September, 2016 (both days inclusive)** for the purpose of Annual General Meeting for the financial year ended 31st March, 2016
3. Members who wish to attend the meeting are requested to bring duly filled attendance sheet and their copy of the Annual Report at the Meeting.
4. In case of physical shares, the instrument of Share Transfer complete in all respect should be sent so as to reach to the Registered Office of the Company prior to closure of the Register of Members as stated above.
5. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate Resolution/authority, as applicable.
6. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
7. The transfer of Unclaimed Dividend to Investor Education & Protection Fund of the Central Government as required in terms of Section 124 of the Companies Act, 2013, during the current Financial Year is not applicable.
8. Members are requested to kindly notify changes including email address, if any, in their address to the Company's Registrar & Transfer Agent, M/S. SKYLINE FINANCIAL SERVICES PRIVATE LIMITED at D-153-A, 1 ST FLOOR, OKHLA INDUSTRIAL ESTATE, PHASE-I, NEW DELHI, DELHI – 110020.
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. The Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat accounts and the Members holding shares in physical form can submit their PAN details to the Company.

10. Section 20 of the Companies Act, 2013 permits service of documents on members by the Company through electronic mode. Also, the Ministry of Corporate Affairs, Government of India (vide its circular no. 17/2011 and 18/2011 dated April, 29, 2011 respectively), has undertaken a "Green initiative in Corporate Governance". Accordingly, electronic copy of the Annual Report for FY 2015-16 is being sent to all members whose email ids are registered with the Company/ Depository Participants for communication purposes. Members may also note that the Annual Report for FY 2015-16, will also be available on the Company's website www.tirupatifincorp.com
11. Members may also note that the Notice of the 34th Annual General Meeting and the Annual Report for financial year 2015-2016 will also be available on the Company's website for their download. The physical copies of the aforesaid documents will also be available at the Registered Office of the Company for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost.

PROCEDURE FOR E-VOTING THROUGH ELECTRONIC MEANS

1. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended upto date and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meeting (SS-2) issued by the Institute of Company Secretaries of India (ICSI) members have been provided facility to exercise their right to vote at the 34th Annual General Meeting (AGM) by electronic means and the business may be transacted through e- Voting Services provided by Central Depository Services Limited (CDSL)..
 2. The facility for voting through ballot paper will also be made available at the AGM and the members attending the AGM who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM.
 3. Mr. Mandar Palav, (C.P.No. - 13006), Partner of DSM & Associates, Practicing Company Secretaries, has been appointed as the Scrutinizer to scrutinize the e-voting process (including the Ballot Form received from the Members who do not have access to the e-voting process) in a fair and transparent manner.
 4. The voting period begins on **25th September, 2016 at 10.00 a.m.** and ends on **27th September, 2016 at 5.00 p.m.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **20th September, 2016**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 5. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
 6. The Results of E-voting and Physical Voting at the Annual General Meeting along with the scrutinizers' report shall be placed on the website of the Company and shall also be communicated to the Stock Exchange.
- A) Step-by-Step procedure and instructions for casting your vote electronically are as under in case of members receiving e-mail:**

Step-1: Open your web browser during the voting period and log on to the e-voting website www.evotingindia.com

Step-2: Click on “Shareholders” tab.

Step-3: Now Enter your User ID

- a. For CDSL: 16 digits beneficiary ID,
- b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

Step-4: Next enter the Image Verification as displayed and Click on Login.

Step-5: If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.

Step-6: If you are a first time user follow the steps given below

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

Step-7: After entering these details appropriately, click on “SUBMIT” tab.

Step-8: Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for Resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

Step-9: For Members holding shares in physical form, the details can be used only for e-voting on the Resolutions contained in this Notice.

Step-10: Click on the EVSN for TIRUPATI FINCORP LIMITED on which you choose to vote.

Step-11: On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

Step-12: Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

Step-13: After selecting the Resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

Step-14: Once you “CONFIRM” your vote on the Resolution, you will not be allowed to modify your vote.

Step-15: You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.

Step-16: If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

Step-17: Note for Non-Individual shareholders and Custodians

- Non – Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporate.
- They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create a compliance user who would be able to link the account(s) which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 20th September, 2016, may follow the same instructions as mentioned above for e-Voting.

Step – 18: In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

**By Order of the Board
For TIRUPATI INTERNATIONAL LIMITED**

Registered Office:

406,407 Shekhawati Complex,
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CIN: L67120RJ1982PLC002438

Sd/-
Sudhir Parekh
Chairman
DIN: 07184815

Date: 12th August, 2016

DIRECTORS' REPORT

Dear Shareholders,

The Directors have pleasure in presenting their 34th Annual Report on the business and operations together with the Audited Statement of Accounts of the Company for the year ended 31st March, 2016.

1. FINANCIAL RESULTS:

The Financial results are briefly indicated below:

Particulars	Year Ended	
	2015-16	2014-15
Total Income	59.39	39.68
Total Expenditure	40.51	34.25
Profit/Loss before Taxation	18.85	4.34
Profit/Loss after Taxation	14.53	3.30
Profit/Loss brought forward	-426.41	-429.71
Balance carried to Balance Sheet	-411.86	-426.41

2. REVIEW OF OPERATION:

The Company has made Profit of Rs. 14,53,473/- during the financial year. There is significant rise in the Profits of the Company, on account of increased interest income. Company has expanded its credit exposure to the various sections, and thus good credibility of its customer base, resulted in high income growth. Topline of the Company have increased almost 150% as compare to the previous year. Your Directors are optimistic on the stable economy and expecting to achieve the similar results in the next financial year as well.

3. DIVIDEND:

Though there is increased profit line of the Company during the year under review, owing to the accumulated losses, the Directors do not recommend any dividend.

4. DEPOSITS:

The Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

5. PARTICULARS OF EMPLOYEES:

Disclosure required under Section 197 of the Companies Act, 2013 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended up to date is not applicable since your Company has no such employees.

6. DIRECTORS:

During the year under review Mr. Sudhir Parekh (DIN: 07184815) has been designated as the Whole time Director of the Company. Mr. Arvind Gala (DIN: 02392119) and Ms. Beena Jain (07322250) have been inducted on the Board on 30th April, 2015 and 25th September, 2015 respectively. The Board welcomes them and expects their experience and contribution to the Company. Mr. Prafulla Bhat and Mr. Chankya Dhanda were appointed and resigned during the financial year. Your Directors places on record their appreciation and gratitude for their guidance and contribution during their association with the Company.

Mr. Hitsaran Jain (DIN: 02910260) who retire by rotation being eligible offers themselves for re-appointment at the ensuing Annual General meeting.

Independent Directors have given declarations that they meet the criteria of independence as laid down under section 149(6) of the Companies Act, 2013 and clause 49 of the Listing Agreement.

7. SUBSIDIARIES:

Since the Company has no subsidiaries, provision of Section 129 (3) of the Companies Act, 2013 is not applicable.

8. Particulars of loans, guarantees or investments

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

9. Number of Meetings

The Board has met 10 (Ten) times during the financial year. The intervening gap between any two meetings was within the period prescribed by the Companies Act, 2013.

10. Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Regulation 4 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Appointment & Remuneration Committees. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

11. DIRECTOR'S RESPONSIBILITY STATEMENT:

Pursuant to the requirement under Section 134 (5) of the Companies Act, 2013, with respect to Directors Responsibilities Statement, it is hereby confirmed:

- a) That in the preparation of the annual accounts for the financial year ended 31st March, 2016 the applicable accounting standards had been followed along with proper explanation relating to material departures.
- b) That the Directors has selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year review.
- c) That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities, and,

- d) The Directors had prepared the accounts for the financial year ended 31st March, 2016 on a going concern basis.
- e) The Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

12. RELATED PARTY TRANSACTIONS:

There are no materially significant related party transactions made by the Company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the Company at large. Information on transactions with related parties pursuant to Section 134(3)(h) of the Act read with rule 8(2) of the Companies (Accounts) Rules, 2014 are given in *Annexure VI* in Form AOC-2 and the same forms part of this report.

13. CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION:

Since the Company is not manufacturing activity as like a unit provision of Section 134(3)(m) of the Company Act, 2013, read with the Rule 3 of Companies (Account) Rules, 2014 regarding conservation of energy, technology absorption and foreign exchange earnings and outgo is not applicable. (*Annexure -I*)

14. FOREIGN EXCHANGE EARNINGS AND OUTGO:

There were no foreign exchange inflows (earnings) or outgo during the year.

15. AUDITOR & AUDITORS REPORT

The Board recommends appointment of Ms/ KPND & Co, Chartered Accountants in place of M/s. Sivaswamy & Kumar, Chartered Accountants who have expressed their inability due to pre-occupation, as Statutory Auditors of the Company for the year 2015 -16 and the new Auditors also confirmed their appointment shall be within the limits prescribed under Section 141 of the Companies Act, 2013, if appointed.

Necessary Resolutions for their appointment has been proposed for the consideration of the Members of the Company. Directors observation on Audit Report: -

Attention is required on the following observations made by the Statutory Auditor are as follows: -

1. Company is under the process of appointing the internal auditor.

16. INTERNAL AUDITOR:

The Company has internal financial controls set out in the accounting system and Head of the Department controls all the financial and accounting decisions in the capacity as Internal Auditor.

***17. AUDIT COMMITTEE:**

Audit Committee is consisting of Mr. Bhavesh Mamnia- Chairman, Mr. Hitsaran Jain and Mr. Arvind Gala as members of the Audit Committee.

Audit Committee has been reconstituted on 30th April, 2015

***18. STAKEHOLDER'S RELATIONSHIP COMMITTEE (Previously SHAREHOLDERS AND INVESTOR GRIEVANCE COMMITTEE):**

Stakeholder's Relationship Committee is consisting of Mr. Arvind Gala- Chairman, Mr. Hitsaran Jain and Mr. Bhavesh Mamnia as the members of the **stakeholder's relationship committee**.

Stakeholder Committee has been reconstituted on 30th April, 2015.

19. NOMINATION & REMUNERATION COMMITTEE

Nomination and Remuneration Committee comprised of Mr. Bhavesh Mamnia-Chairman, Mr. Hitsaran Jain and Mr. Arvind Gala as members.

*Nomination and remuneration Committee has been reconstituted on 30th April, 2015.

20. EXTRACT OF ANNUAL RETURN:

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as *Annexure II*.

21. SECRETARIAL AUDIT REPORT:

As required under section 204 (1) of the Companies Act, 2013 and Rules made there under the Company has appointed M/s. DSM & Associates, Practicing Company Secretaries (Membership No.27695) as Secretarial Auditor of the Company for the financial Year 2015-16. The Secretarial Audit Report forms part of the Annual report as *Annexure -III* to the Board's Report.

Comments on Secretarial Audit Report:

1. The Company has appointed Woman Director on 25th September, 2015 as required under Section 149 of the Companies Act, 2013.
2. Company has not mentioned DIN of the Directors who have signed the balance sheet as at 31st March, 2015, as required under Section 158 of the Companies Act, 2013.
3. Company has not appointed any Company Secretary as required under Section 203 of the Companies Act, 2013.
4. Company has not appointed Internal Auditor as required under Section 138 of the Companies Act, 2013.

In this connection, Your Directors wish to submit as under: -

Due to introduction of New Companies Act viz. Companies Act, 2013, there were various new provisions introduced. Hence they were overlooked by the Management of the Company. However, your Directors are taking necessary steps to make all the compliances on time.

22. STOCK EXCHANGES:

The Company's shares are listed on the following Stock Exchanges:
BSE Limited (Scrip Code: 539008)

23. SIGNIFICANT AND MATERIAL ORDERS

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

24. IMPLEMENTATION OF RISK MANAGEMENT POLICY:

The Company has formulated and adopted risk assessment and minimization framework which has been adopted by the Board. The Company has framed a risk management policy and testing in accordance with the laid down policy which is being carried out periodically. The Senior Management has been having regular Meetings for reassessing the risk environment and necessary steps are being taken to effectively mitigate the identified risks. The Board considers risk management to be a key business discipline designed to balance risk and reward and to protect the Group against uncertainties that could threaten the achievement of business objectives.

25. CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Pursuant to Regulation 15 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Corporate Governance and Management Discussion and Analysis Report which forms an integral part of this Report are set as separate Annexure, together with the Certificate from the Auditors of the Company.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT- Annexure IV

26. WHISTLE BLOWER POLICY AND VIGIL MECHANISM:

Your Company recognizes the value of transparency and accountability in its administrative and management practices. The Company promotes the ethical behavior in all its business activities. The Company has adopted the Whistle blower Policy and Vigil Mechanism in view to provide a mechanism for the Directors and employees of the Company to approach Audit Committee of the Company to report existing/probable violations of laws, rules, regulations or unethical conduct.

27. OTHER LAWS:

During the year under review, there were no cases filed pursuant to the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013.

28. ACKNOWLEDGEMENTS:

Your Directors wish to express their sincere appreciation to all the Employees for their contribution and thanks to our valued clients, Bankers and shareholders for their continued support.

Registered Office:

406,407 Shekhawati Complex,
Near Polo Victory Cinema,
Jaipur – 302006
CIN: L67120RJ1982PLC002438

By Order of the Board**For TIRUPATI INTERNATIONAL LIMITED**

Sd/-

Sudhir Parekh

Chairman

DIN: 07184815

Date: 12th August, 2016

ANNEXURES TO DIRECTORS' REPORT

Annexure - I

**RESEARCH & DEVELOPMENT, TECHNOLOGY ABSORPTION,
FOREIGN EXCHANGE EARNINGS AND OUTGO.**

Since the Company is not manufacturing activity as like a unit provision of Section 134(3)(m) of the Company Act, 2013, read with the Rule 3 of Companies (Account) Rules, 2014 regarding conservation of energy, technology absorption and foreign exchange earnings and outgo is not applicable.

- C. Foreign Exchange Earnings and Outgo**
Nil
- 1. Earning- FOB value of Exports**
Nil
- 2. Outgo- CIF Value of Imports**
Nil

**For and On Behalf of the Board
For TIRUPATI INTERNATIONAL LIMITED**

Registered Office:
406,407 Shekhawati Complex,
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CIN: L67120RJ1982PLC002438

Sd/-
Sudhir Parekh
Chairman
DIN: 07184815

Date: 12th August, 2016

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2016
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I Registration & Other Details:

i	CIN	L67120RJ1982PLC002438
ii	Registration Date	31/03/1982
iii	Name of the Company	TIRUPATI FINCORP LIMITED
iv	Category/Sub-category of the Company	COMPANY LIMITED BY SHARES/ INDIAN NON GOVERNEMENT COMPANY
v	Address of the Registered office & contact details	406,407 Shekhawati Complex, Near Polo Victory Cinema, Jaipur - 302006 Email id: info@tirupatifincorp.com
vi	Whether listed Company	YES
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	SKYLINE FINANCIAL SERVICES PRIVATE LIMITED D-153-A, 1 st Floor, Okhla Industrial Estate, Phase-I, New Delhi-110020.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the Company shall be stated

Sr. No	Name & Description of main products/services	"NIC Code of the Product /service"	"% to total turnover of the Company"
1	Financial Services		
2	Trading	-	

III PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

Sr. No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
N.A					

SHAREHOLDING										
(1) Institutions										
a) Mutual Funds	0	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0	0
c) Central govt	0	0	0	0	0	0	0	0	0	0
d) State Govt.	0	0	0	0	0	0	0	0	0	0
e) Venture Capital Fund	0	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0	0
g) FIIS	0	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0	0
SUB TOTAL (B)(1):	0									
(2) Non Institutions										
a) Bodies corporates	435	25600	26305	0.53						4.39
i) Indian	0	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	41861	466725	508586	10.29						- 10.9 4
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	2274495	1896009	4170504	84.35						- 4.37
c) Others (specify)NRI	100	0	0	0	100	0	0	0	0	0

SUB TOTAL (B)(2):	2495791	2448434	4944225	100					0.00	
Total Public Shareholding (B)= (B)(1)+(B)(2)	2495791	2448434	4944225	100					0.00	
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0.00	-	
Grand Total (A+B+C)	2495791	2448434	4944225	100.00					-	

(ii) SHARE HOLDING OF PROMOTERS

Sl No.	Shareholders Name	Shareholding at the beginning of the year(01.04.2014)			Shareholding at the end of the year(31.03.2015)			% change in share holding during the year
		NO of shares	% of total shares of the Company	% of shares pledged encumbered to total shares	NO of shares	% of total shares of the Company	% of shares pledged encumbered to total shares	
	N.A.	NIL	NIL	NIL	NIL	NIL	0	No Change
	Total	NIL	NIL	NIL	NIL	NIL	0	No Change

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)

Sl. No.		Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the Company	No of shares	% of total shares of the Company
	At the beginning of the Year	NIL	NIL	NIL	NIL
	Date wise Increase/ Decrease in Promoters shareholding during the year specifying the reason for increase/ decrease	No Change			
	At the end of the Year	NIL	NIL	NIL	NIL

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)

Sl. No	For Each of the Top 10 Shareholders	Shareholding at the end of the year(01.04.2014)		Cumulative Shareholding during the year(31.03.2015)	
		No. of shares	% of total shares of the Company	No of shares	% of total shares of the Company
1	Shah Kokilaben Muktilal	223810	4.53	0	0
2	Yogendra Kumar Jaiswal	221054	4.47	221054	4.47
3	Amit Dhirajlal Amadaka	219048	4.43	0	0
4	Sheth Rasiklal Chunilal	184021	3.72	0	0
5	Pooja Ashish Desai	166667	3.37	0	0
6	Tushar Bhargava	152800	3.09	152800	3.09
7	Jayashree Chotalal Sheth	150375	3.04	0	0
8	Ashok Ghanchand Vora	144000	2.91	0	0
9	Brijesh Parekh	143500	2.90	178250	3.60
10	Sonal Pareshkumar Shah	142858	2.89	0	0
11	Lagan Dealtrade Private Limited	-	-	324419	6.56
12	Anaam Merchants Private Limited	-	-	258050	5.22
13	Karwa Sharad Ramnarayan	-	-	142500	2.88
14	Vaishali Sharadkumar Karwa	-	-	142500	2.88
15	Joshi Satyam S (Huf)	-	-	139286	2.82
16	Patil Vikas Narayan	-	-	133000	2.69
17	Ssj Finance & Securities Pvt. Ltd.	-	-	125329	2.53

(v) Shareholding of Directors & KMP

Sl. No		Shareholding at the end of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No of shares	% of total shares of the Company
	For Each of the Directors & KMP				
	At the beginning of the year	NIL	NIL	-	-
	No change during the year	0	0		
	At the end of the year	NIL	NIL	-	

(VI) INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year				
i) Principal Amount	0.00	154363900.00	0.00	154363900.00
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	0.00	154363900.00	0.00	154363900.00
Change in Indebtedness during the financial year				
Additions	0.00	154363900.00	0.00	154363900.00
Reduction	0.00	0.00	0.00	0.00
Net Change	0.00	0.00	0.00	0.00
Indebtedness at the end of the financial year				
i) Principal Amount	0.00	154363900.00	0.00	154363900.00
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	0.00	0.00	0.00	154363900.00

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole time Director and/or Manager:

Sr. No	Particulars of Remuneration	Name of MD/WTD/Manager		Total Amount	
1	Gross Salary	Mr. Sudhir Parekh			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.	-	-	-	-
-	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	-
2	Stock option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	as % of profit	-	-	-	-
	others (specify)	-	-	-	-
5	Others, please specify	-	-	-	-
	Total (A)	-	-	-	-
	Ceiling as per the Act	-	-	-	-

B. Remuneration to other Directors:

Sr. No	Particulars of Remuneration	Name of Director		Total Amount	
1	Independent Directors	-	-	-	-
	(a) Fee for attending board committee meetings	-	-	-	-
	(b) Commission	-	-	-	-
	(c) Others, please specify	-	-	-	-
	Total (1)	-	-	-	-
2	Other Non Executive Directors	-	-	-	-
	(a) Fee for attending board committee meetings	-	-	-	-
	(b) Commission	-	-	-	-
	(c) Others, please specify	-	-	-	-
	Professional service	-	-	-	-
	Total (2)	-	-	-	-
	Total B = (1+2)	-	-	-	-
	Total Managerial Remuneration				
	Overall Ceiling as per the Act.	3% of Net Profits of the Company			

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

Sr. No	Particulars of Remuneration	Key Managerial Personnel			Total
		CEO	"Company Secretary"	CFO	
1	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.	-	-	-	-
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-	-	--	-
	under section 17(3) of the Income Tax Act, 1961				
2	Stock option	-	-	--	
3	Sweat Equity	-	-	-	-
4	Commission	-	-	--	
	as % of profit	-	-	-	-
	others (specify)	-	-	--	
5	Others, please specify	-	-	-	-

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
A. COMPANY					
Penalty					
Punishment					
Compounding			NONE		
B. DIRECTORS					
Penalty					
Punishment					
Compounding			NONE		
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding			NONE		

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2016

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
Tirupati Fincorp Limited
406-407, Shekhawati Complex,
Near Polo Victory Cinema,
Jaipur-302006.

I/~~We~~ have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Tirupati Fincorp Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me/~~us~~ a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my/~~our~~ verification of the M/s. Tirupati Fincorp Limited, books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I/~~We~~ hereby report that in my/~~our~~ opinion, the Company has, during the audit period covering the financial year ended on March, 2016, complied with the statutory provisions listed hereunder and also that the Company has proper Board-Processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I/~~we~~ have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s. Tirupati Fincorp Limited ("the Company") for the financial year ended on March, 2016 according to the provisions of:

- (I) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; - **Not Applicable to the Company for the period under review.**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- © The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; - **Not Applicable to the Company for the period under review.**

- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; - **Not Applicable to the Company for the period under review.**
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - **Not Applicable to the Company for the period under review.**
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; - **Not Applicable to the Company for the period under review** and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - **Not Applicable to the Company for the period under review.**
- (j) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (vii) *Other specifically applicable laws to the Company during the period under review;
- (i) Income Tax Act, 1961;
 - (ii) Reserve Bank of India Act, 1949.
 - (ii) Chapter V of the Finance Act, 1994 (Service Tax);
 - (iii) Professional Tax;
 - (iii) Tax Deducted at Source;

*All other relevant laws applicable to the Company, a list of which has been provided by the Management. The examination and reporting on these laws and rules are limited to whether there are adequate systems and processes in place to monitor and ensure compliance with those laws.

I/we have also examined compliance with the applicable clauses of the following:

- (I) Secretarial Standards issued by The Institute of Company Secretaries of India - The Secretarial Standards SS-1 and SS-2, issued and notified by the Institute of Company Secretaries of India (ICSI) have been complied with by the Company during the financial year under review.
- (ii) The Listing Agreement entered into by the Company with The Bombay Stock Exchange Limited.

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

1. *The Company has appointed Woman Director on 25th September, 2015 as required under Section 149 of the Companies Act, 2013.*
2. *Company has not mentioned DIN of the Directors who have signed the balance sheet as at 31st March, 2015, as required under Section 158 of the Companies Act, 2013.*
3. *Company has not appointed any Company Secretary as required under Section 203 of the Companies Act, 2013.*
4. *Company has not appointed Internal Auditor as required under Section 138 of the Companies Act, 2013.*

I/we further report that

The Board of Directors is duly constituted with proper balance of Executive, Non-Executive and Independent Directors. The changes in the composition of Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

With reference to compliance of industry specific Acts of the Company, the Company being NBFC Company, they need to ensure relevant provisions and process on periodical basis. In this regard, we have relied upon Management Representation issued to us and Compliance Certificate issued by the Respective Department and also report of Statutory Auditors and Internal Auditors. Our report of compliance would be limited to their reporting and subject to the observations and comments made by them in their report, if any.

I/we further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I/we further report that during the audit period there was no public/right issue/ preferential issue of shares. No Debentures were issued or converted during the year. There was no buy back of securities. The Company did not go for Merger / amalgamation / reconstruction, etc. There was no foreign technical collaboration.

**For DSM & Associates,
Company Secretaries**

**Mandar Palav
Partner
CoP No.13006.**

**Date: 30th May, 2016.
Place: Mumbai.**

Annexure – 1:

Our report of even date is to be read along with this letter:

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

**For DSM & Associates,
Company Secretaries**

**Mandar Palav
Partner
CoP No.13006.**

**Date: 30th May, 2016.
Place: Mumbai.**

Annexure - IV**MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

Your Directors have pleasure in presenting the Management Discussion and Analysis report for the year ended on 31st March 2016.

Opportunities

Reports from the World Bank indicate that Non Banking Financial Institutions act as critical pillars contributing to macroeconomic stability and sustained economic growth and prosperity, due to their ability to finance firms and individuals at a reasonable cost, reduce volatility by providing multiple sources to finance and park funds and enable creation of a competitive environment characterized by a diverse array of products. This has been proven time and again in developed markets.

Non-Banking Finance Companies (NBFCs) continue to play a critical role in making financial Services accessible to a wider set of India's population and are emerging as strong intermediaries in the retail finance space. Going forward, one should expect NBFCs to further strengthen their presence in retail finance and grow at a reasonably healthy pace.

Threats

The biggest challenge before NBFCs is that they are facing stiff competition from banks and financial institutions, due to their ability to raise low cost funds which enables them to provide funds at much cheaper rate. More stringent capital adequacy norms have been stipulated by RBI for NBFCs which is making difficult for them to give cheaper finance.

Ever-increasing competition from commercial counterparts whose capacity to absorb losses is higher, counterparty failures, recommendations being made to increase the purview of monitoring by regulatory authorities increase the threat of losing the essence of Non-banking Finance Companies which are specifically designed to reach out and finance certain target groups.

Segment-wise or product-wise performance of the Company

The Company is a Non Banking Finance Company (NBFC). It is engaged in the business of financing which is the only segment in the Company. Hence, the results for the year under review pertain to only financing activity.

Risks and concerns

The NBFC industry in general faces the risk of re-entry and new entry of players and existence of several unorganized regional players increasing the competition which mainly affects the asset quality. This is further characterized by captive NBFCs floated by other business houses. The ever existing systemic and delinquency risks and fluctuations in interest rates and risk weight make the companies more vulnerable. Deployment of funds in sensitive and volatile sectors increases the risk exposure while concentration risk increases dependency.

Internal Control Systems and their adequacy Internal Control measures and systems are established to ensure the correctness of the transactions and safe guarding of the assets. The Management ensures adherence to all internal control policies and procedures as well as compliance with regulatory guidelines. The audit committee of the Board of Directors reviews the adequacy of internal controls. This has improved the management of the affairs of the Company and strengthened transparency and accountability.

Cautionary Statement

Statements in the Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of the applicable laws and regulations.

Actual results could differ materially from those expressed or implied. Important factors that could influence the Company's operations include economic and political conditions in which the Company operates interest rate fluctuations, changes in Government / RBI regulations, Tax laws, other statutes and incidental factors.

Registered Office:

406,407 Shekhawati Complex,
Near Polo Victory Cinema,
Jaipur – 302006
CIN: L67120RJ1982PLC002438

By Order of the Board**For TIRUPATI INTERNATIONAL LIMITED**

Sd/-

Sudhir Parekh

Chairman

DIN: 07184815

Date: 12th August, 2016

Annexure - VI

FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Form for Disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	NIL
b)	Nature of contracts/arrangements/transaction	NIL
c)	Duration of the contracts/arrangements/transaction	NIL
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	NIL
e)	Justification for entering into such contracts or arrangements or transactions'	NIL
f)	Date of approval by the Board	NIL
g)	Amount paid as advances, if any	NIL
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	NIL

2. Details of contracts or arrangements or transactions at Arm's length basis.

No material contracts or arrangement or transactions at arm's length basis.

Independent Auditors' Report

**To,
The Members,
Tirupati Fincorp Limited**

Report on the Financial Statements:

We have audited the accompanying financial statements of **TIRUPATI FINCORP LIMITED**, which comprise the Balance Sheet as at 31 March 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

As required by the Companies (Auditor's Report) Order 2015 issued by Government of India in terms of Section 143 (11) of the Companies Act, 2013, we enclose herewith in annexure.

Management's Responsibility for the Financial Statements:

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to 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 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 the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 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 hereunder.

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 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 true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by 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 financial statements.

The company have violated the provision of section 138 of the Companies Act 2013.

Opinion:

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements, subject to aforesaid (a) to (d) in report, 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, 2016**;
- 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 Flow for the year ended on that date.

Report on other Legal and Regulatory Requirements:

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 appears from our examination of those books.
- c) The Balance Sheet, the 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 aforesaid 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 written representations received from the directors as on 31 March, 2016, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2016, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the other matters included in the Auditor's Report and to our 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 amount which required to be transferred to the Investor Education and Protection Fund by the Company.

For K P N D & Co.

(Chartered Accountants)

Firm Registration No. 133861 W

(Nilesh Dhamecha)

(Partner)

Annexure to the Independent Auditors' Report

The Annexure referred to in our Independent Auditors' Report to the members of **Tirupati Fincorp Limited** for the year ended **31 March 2016**, we report that:

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.

(C) The title deeds of immovable properties are held in the name of the company.

- 2) The Company is NBFC company, primarily rendering financial services. Accordingly, it does not hold any physical inventories.

- 3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.

- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.

- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.

- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.

- 7) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues were in arrears as at **31st March, 2016** for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us, there are no material dues of wealth tax, duty of customs and cess which have not been deposited with the appropriate authorities on account of any dispute.
- (C) No amount are required to be transferred to investor education and protection fund in accordance with the relevance provisions of the Companies Act, 2013 and rules made there under.
- 1) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
 - 2) Based upon the audit procedures performed and the information and explanations given by the management, the company has raised moneys by term Loans. And its used for its business purpose as company is NBFC. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
 - 3) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
 - 4) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
 - 5) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
 - 6) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
 - 7) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
 - 8) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.

- 9) The company registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are applicable to the Company and registration had been obtained.

For KPND & Co.

(Chartered Accountants)

Firm Registration No. 133861 W

Nilesh Dhamecha

(Partner)

Membership No. 143172

Place: Mumbai

Date: 30.05.2016

TIRUPATI FINCORP LIMITED
BALANCE SHEET AS AT 31st March, 2016

PARTICULAR	Note No	As At 31st March 2016	As At 31st March 2015
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	49,442,250	49,442,250
(b) Reserves and Surplus	3	3,112,288	1,649,445
(c) Money received against share warrants		-	-
(2) Share application money pending allotment			
(3) Non-Current Liabilities			
(a) Long-term borrowings	4	154,363,900	-
(b) Deferred tax liabilities (Net)	5	-	-
(c) Other Long term liabilities		-	-
(d) Long term provisions		-	-
(4) Current Liabilities			
(a) Short-term borrowings		-	-
(b) Trade payables	6	135,830	-
(c) Other current liabilities	7	2,181,000	42,870
(d) Short-term provisions	8	540,245	104,000
Total		209,775,513	51,238,565
II.Assets			
(1) Non-current assets			
<i>(a) Fixed assets</i>			
(i) Tangible assets	9	44,768	-
(ii) Intangible assets		-	-
(iii) Capital work-in-progress			
(iv) Intangible assets under development			
(b) Non-current investments			-
(c) Deferred tax assets (net)		2,370	-
(d) Long term loans and advances		-	-
(e) Other non-current assets	11	2,000	2,000
(2) Current assets			
(a) Current investments	10	500,000	-
(b) Inventories		-	-
(c) Trade receivables		-	-
(d) Cash and cash equivalents	12	224,306	2,454,296
(e) Short-term loans and advances	13	208,789,913	48,146,539
(f) Other current assets	14	212,155	635,730
Total		209,775,513	51,238,565
Summary of significant accounting policies	1	(0)	(0)
Notes of Accounts	20		

The accompanying notes are an integral part of the financial statements.
As per our report of even date

For K P N D & Co.
(Chartered Accountants)
Firm Registration No. 133861 W

For and on behalf of the Board
Tirupati Fincorp Limited

Nilesh Dhamecha
(Partner)
Membership No. 143172

Place: Mumbai
Date : 30.05.2016

Sudhir B. Parekh **Hitsaran Jain**
(DIN: 07184815) (DIN: 02910260)
Director Director

TIRUPATI FINCORP LIMITED
Statement Of Profit & Loss for the year ended 31st March, 2016

PARTICULAR	Note No	For the Year Ended 31st March 2016	For the Year Ended 31st March 2015
I. Revenue from Operations	15	5,936,000	3,968,082
II. Indirect Income	16	-	-
III. Total Revenue (I + II)		5,936,000	3,968,082
IV. Expenses:			
Cost of Material Consumed		-	-
Purchases of Stock in Trade		-	-
Changes in inventories of finished goods, work in progress and Stock-in- trade		-	-
Employee Benefit Expenses	17	1,056,718	1,297,819
Finance Costs	18	97,874	42,426
Other Administrative and Selling Expenses	19	2,876,458	2,085,257
Depreciation and Amortization Expense	9	8,232	-
Total Expenses		4,039,281	3,425,502
V. Profit before Exceptional and Extraordinary Items and Tax (III - IV)		1,896,719	542,580
VI. Exceptional Items Provision for Sprcial Reserve		-	108,516
VII. Profit before Extraordinary Items and Tax (V - VI)		1,896,719	434,064
VIII. Extra Ordinary Items		-	-
IX. Profit before Tax (VII - VIII)		1,896,719	434,064
X. Tax Expense:			
(1) Current Tax		436,245	
(2) Deferred Tax		(2,370)	-
(3) Previous year Taxes			
(4) Mat Tax		-	104,000
XI. Profit/ (Loss) for the period from Continuing Operations (IX - X)		1,462,843	330,064
XII. Profit/ Loss from Discontinuing Operations		-	-
XIII. Tax Expense of Discontinuing Operations		-	-
XIV. Profit/ (Loss) from Discontinuing Operations (after Tax) (XII - XIII)		-	-
XV. Profit/ (Loss) for the Period (XI + XIV)		1,462,843	330,064
XVI. Earnings Per Equity Share			
(1) Basic		0.30	0.09
(2) Diluted		0.30	0.09
Summary of significant accounting policies	1		
Notes of Accounts	20		

The accompanying notes are an integral part of the financial statements.
As per our report of even date

For K P N D & Co.,
(Chartered Accountants)
Firm Registration No. 133861 W

For and on behalf of the Board
Tirupati Fincorp Limited

Nilesh Dhamecha
(Partner)
Membership No. 143172

Sudhir B. Parekh
(DIN: 07184815)
Director

Hitsaran Jain
(DIN: 02910260)
Director

Place: Mumbai
Date : 30.05.2016

TIRUPATI FINCORP LIMITED
Annexures to the Balance Sheet

Particulars	As At 31st March 2016		As At 31st March 2015	
	No of Shares	%	No of Shares	%
NOTE # 2				
Share Capital				
Authorised Capital				
2,00,00,000 (2,00,00,000) Equity Shares of Rs 10/- each	200,000,000.00		200,000,000.00	
Total	200,000,000.00		200,000,000.00	
Issued,Subscribed and Paid up:				
49,44,225 (49,44,225) Equity Shares of Rs10/- each Fully Paid up	49,442,250.00		49,442,250.00	
Total	49,442,250.00		49,442,250.00	
(i) Reconciliation of number of share outstanding at beginning and at the end of the reporting period:				
Number Of Shares at the beginning of the year	4,944,225		4,944,225	
Add: Issue of Shares by way of Preferential Allotment	-		-	
Number Of Shares at the end of the year	4,944,225		4,944,225	
(ii) Terms/ right attached to Equity Shares				
The Company has Only one Class of equity shares having par value of Rs.10 per Shares. Each holder of Equity Shares is Entitled to one vote per share. In the event of liquidation of the company, the holders of equity share will be entitled to receive remaining assets of the Company, after distribution of all preferential amount. The distribution will be in proportion to the number of equity shares held by the shareholders.				
(III) Detail of shares held by the holding company, the ultimate holding company, their subsidiaries and associates :	NIL		NIL	
(IV) Details of Share held by each shareholder holding more than 5% shares :	-		-	
Name of the Shareholder	As At 31st March 2016		As At 31st March 2015	
	No of Shares	%	No of Shares	%
NIL	NIL		NIL	

NOTE # 3		
Reserves and Surplus		
(a) Capital Reserve		
As per last Balance Sheet	960,418	851,902
Addition during the year	-	108,516
(a)	960,418	960,418
(b) Securities Premium		
As per last Balance Sheet	43,330,000	43,330,000
Addition during the year	-	-
(b)	43,330,000	43,330,000
(c) Surplus i.e. Balance in the Statement of Profit & Loss		
As per last Balance Sheet	(42,640,973)	(42,971,037)
Addition during the year	1,462,843	330,064
Allocations & Appropriations		-
Transfer to Reserves		-
(c)	(41,178,130)	(42,640,973)
(a+b+c)=d	3,112,288	1,649,445
NOTE # 4		
Long-Term Borrowings		
Unsecured Loan		
(a) Loans and advances from Other parties		
Secured	-	-
Unsecured	154,363,900	-
(b) Deposits		
Secured	-	-
Unsecured	-	-
	154,363,900	-
NOTE # 6		
Trade Payables	135,830	-
	135,830	-
NOTE # 7		
Other Current Liabilities		
Audit Fees Payable	25,000	-
Professional Fees Payable	1,500,000	-
Other Current Liabilities	656,000	42,870
	2,181,000	42,870
NOTE # 8		
Short-Term Provisions		
Mat Tax Provision F.Y. 2014-15	104,000	104,000
Provision For Tax F.Y. 2015-16	436,245	-
	540,245	104,000

NOTE # 10		
Current Investments		
Investment in Share	500,000	-
	500,000	-
NOTE # 11		
Other Non-Current Assets		
Security Deposit in Religare Securities	2,000	2,000
	2,000	2,000
NOTE # 12		
Cash and Cash Equivalents		
Balance with Banks	125,726	296,096
Cash in Hand	98,580	2,158,200
	224,306	2,454,296
NOTE # 13		
Short-Term Loans and Advances		
Other Loans & Advances (Annexure)	208,789,913	48,146,539
	208,789,913	48,146,539
NOTE # 14		
Other Current Assets		
Others (specify nature)		
AVM Tea & Argo Products Pvt. Ltd.	-	458,576
TDS Recivable F.Y. 2012-13	8,722	8,722
TDS Recivable F.Y. 2013-14	820	2,280
TDS Recivable F.Y. 2014-15	166,152	166,152
TDS Recivable F.Y. 2015-16	36,461	-
	212,155	635,730

TIRUPATI FINCORP LIMITED
Annexures to the Profit & Loss Statement

PARTICULAR	For the Year Ended 31st March 2016	For the Year Ended 31st March 2015
NOTE # 15		
Revenue From Operations		
Interest on Loan	4,736,000	3,968,082
Other Operating Income	1,200,000	-
	5,936,000	3,968,082
NOTE # 16		
Other Incomes		
Interest Recived on FD	-	-
Dividend Income	-	-
Net Gain/ (Loss) on sale of Investments	-	-
Other Non-Operating Income	-	-
	-	-
NOTE # 17		
Employee Benefit Expenses		
Salaries and Wages	954,094	1,226,567
Contribution to PF and Other Funds	-	-
Expense on Employee Stock Option Scheme/ Employee Stock Purchase Plan	-	-
Staff Welfare Expenses	102,624	71,252
	1,056,718	1,297,819
NOTE # 18		
Finance Cost		
Bank Charges	97,874	42,426
Interest on Bank Overdraft	-	-
	97,874	42,426
NOTE # 19		
Other Administrative and Selling Expenses		
Statutory Audit Fees	25,000	1,854
Advertisement Expenses	33,845	15,290
IMS Website	5,013	13,822
Interest on Income Tax	-	123,283
Professional Fees	1,553,436	73,581
Miscellaneous Expenses	241,168	24,867
Telephone, Printing & Stationery Charges	30,067	187,528
Maintenance Expenses	115,137	220,048
Travelling Expenses	510,815	228,513
Listing Fees	-	839,903
Office Expenses	16,651	5,662
Rent paid to Other	6,000	-
Office Rent	277,300	289,500
Electricity Expenses	4,426	34,986
ROC Fees	57,600	-
E-Filing Charges	-	10,420
ISO Certification	-	16,000
	2,876,458	2,085,257

TIRUPATI FINCORP LIMITED

Note - 9 (Fixed Assets As Per Company Act, 2013)

Tangible Assets as on 31st March 2016 as per companies Act 2013

S.NO.	PARTICULARS	GROSS BLOCK			DEPRECIATION BLOCK			NET BLOCK			
		COST AS ON 01.04.2015	ADDITIONS DURING THE YEAR	SALE / DISPOSAL DURING THE YEAR	TOTAL AS ON 31.03.2015	UPTO 01.04.2015	FOR THE YEAR	ADJUSTMENT	UPTO 31.03.2016	NET CARRYING AMOUNT AS ON 31.03.2016	NET CARRYING AMOUNT AS ON 31.03.2015
1	Computer Equipments		53,000		53,000	-	8,232	-	8,232	44,768	
	TOTAL	-	53,000	-	53,000	-	8,232	-	8,232	44,768	-
	Previous Year	-	-	-	-	-	-	-	-	-	-

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,2016

Note - 9 (Fixed Assets As per Income Tax, 1961)

Sr. No.	Particulars	Gross Block			Depreciation			Net Block			Amount in Rs.
		Rate of Depreciation	Value as on 01.04.2015	Addition During the year	Deletion During the Year	Value as on 31.03.2016	Depreciation as on 01.04.2015	Addition During the year	Deletion During the Year	Depreciation as on 31.03.2016	
(A)	Tangible Assets										
1	Computer & Equipment	60%		53,000	-	53,000	-	15,900	-	15,900	37,100
	TOTAL		-	53,000	-	53,000	-	15,900	-	15,900	37,100

NOTES NO: 1 SIGNIFICANT ACCOUNT POLICES AND NOTES TO ACCOUNTA.. SIGNIFICANT ACCOUNTING POLICES1 Basis of Preparation of Financial statement.

The financial statements of Tirupati Fincorp Limited have been prepared and presented in accordance with Generally Accepted Accounting Principles (GAAP) on the historical cost convention on the accrual basis. GAAP comprises accounting standards notified by Central Government of India under the relevant provision of Companies Act, 2013.

2 Use of Estimates

The preparation of financial statements is in conformity with Generally Accepted Accounting Principles (GAAP) in India requires management to make estimates and assumption that affect the reported amounts of assets and liabilities and the disclosures of contingent liabilities on the date of the financial statements and reported amounts of income and expenses during the period.

3 Investment

Investment that are readily realisable and intended to be held for not more than a year are classified as current investments. All other investments are classified as Non-Current. Current investments are carried at lower of cost and fair value determined on an individual investment basis. Non Current investments are carried at cost, but provision for diminution in value is made to recognise a decline other than temporary in the value of such investment.

4 Valuation of Inventories

Stock in trade (traded) is valued at cost (FIFO). However unquoted securities held as stock in trade has been valued at cost.

5 Fixed Assets & Depreciation

Fixed Assets are stated at cost less Depreciation. Depreciation on Fixed Assets is provided to the extent of depreciable amount on the Straight Line Method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013. Depreciation on addition / deletions is calculated on pro- rata with respect to date of addition / deletions.

6 Deferred Taxes

Tax expense comprises deferred taxes. : Deferred income taxes reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date.

7 Provision:

A provision is recognised when an enterprise has a present obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent Liability is not recognized in the financial statements but is disclosed.

8 Revenue Recognition

Interest Income is recognised on a time proportion basis taking into account the amount outstanding and the interest rate applicable. Dividend income is recognised when the right to receive payment is established.

- 9 **Impairment of Assets**
The carrying amount of assets is reviewed at each balance sheet date to determine if there is any indication of impairment thereof based on external / internal factors. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount, which represents the greater of the net selling price of assets and their value in use. The estimated future cash flows are discounted to their present value at appropriate rate arrived at after considering the prevailing interest rates and weighted average cost of capital
- 10 **Earning Per Share**
Earning per Share is calculated by dividing the net profit or loss for the period attributable to equity shareholders, by the weighted average number of equity shares outstanding during the period.
For the purpose of calculating diluted earning per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of share outstanding during the period are adjusted for the effects of all diluted potential equity shares
- 11 Under the Micro Small and Medium Enterprises Development Act ,2006, certain disclosures are required to be made relating to Micro,Small and Medium Enterprises. The company is in the process of compling relevant information from its suppliers about their coverage under the Act . Since the revelant information is not presently available, no disclosures have been made in the accounts.

For K P N D & Co.
(Chartered Accountants)
Firm Registration No. 133861 W

For and on behalf of the Board
Tirupati Fincorp Limited

Nilesh Dhamecha
(Partner)
Membership No : 143172

Place: Mumbai
Date : 30.05.2016

Sudhir B. Parekh Hitsaran Jain
(DIN: 07184815) (DIN: 02910260)
Director Director

TIRUPATI FINCORP LIMITED

Notes to financial statements for the year ended 31st March, 2016

NOTE 20. NOTES TO FINANCIAL STATEMENTS

- a) None of the Earning/Expenditures is in Foreign Currency.
- b) Balance of Debtors, Loans and Advances are subject to confirmation and reconciliation.
- c) In the opinion of the Board, the Current Assets, Loans & Advances are approximately of the value stated if realized in the ordinary course of business. The provision for depreciation and all known liabilities are adequate and not in excess of the amounts reasonably necessary.
- d) Previous years figures have been regrouped, rearranged wherever necessary to make them comparable with those of current year.
- e) Related Party Discloser :

Name Of Key Management Personnel		Transactions Made (In Lacs)		
	Salary	Amount	Amount	Year End
	Paid	Received	Paid	Balance
	-	-	-	

- f) In the opinion of the management and to the best of their knowledge and belief the value under the head of the current assets and non current assets are approximately of the value stated, if realized in ordinary course of the business, except unless stated otherwise. The provision for all the known liabilities is adequate and not in excess of amount considered reasonably necessary.

g) Auditors Remuneration

Particulars	Current Year (Rs.)	Previous Year (Rs.)
Audit Fee	25,000/-	1,854/-

h) CORPORATE INFORMANTION

Tirupati Fincorp Limited is a public limited company domiciled in India and incorporated under the provision of Companies Act, 2013. The Company is engaged in investments and financial services.

- i) There are no dues to SSI Units outstanding for more than 30 days.

For, Tirupati Fincorp Limited

For K P N D & Co.

(Chartered Accountants)

Firm Registration No. 133861 W

Sudhir B. Parekh
(DIN: 07184815)
Director

Hitsaran Jain
(DIN: 02910260)
Director

Nilesh Dhamecha
(Partner)
Membership No. 143172

Place: Mumbai
Date : 30.05.2016

TIRUPATI FINCORP LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016

Particulars	On 31/03/2016		On 31/03/2015
	Amount Rs.	Amount Rs.	Amount Rs.
CASH FLOW FROM OPERATING ACTIVITIES			
Net Profit before tax and extra ordinary items:		1,462,843	
Adjustments for:			
Depreciation	8,232		-
Provision for Special Reserve	-		108,516
Deferred tax Provision	(2,370)		
Provision for Tax	436,245	442,107	-
		1,904,950	
Operating Profit before Working Capital Changes			
Adjustments for:			
Decrease/(Increase) in Trade Receivable	-		
Decrease/(Increase) in Provision	-		(484,844)
(Decrease)/Increase in Trade Payable	135,830		
Increase/(Decrease) in Other Current Liabilities	2,138,130		2,870
Decrease/(Increase) in Short Term Advance(Assets)	-		-
Decrease/(Increase) in Other Non-Current Assets	-		(4,123)
Decrease/(Increase) in Other Current Assets	(76,425)		16,299,064
Provision for tax		2,197,535	-
Cash generated from operations		4,102,485	
Income Tax paid		-	
Net Cash flow from Operating activities		4,102,485	
CASH FLOW FROM INVESTING ACTIVITIES			
Interest Received	-		-
Interest Received on Fixed Deposit			-
Purchase of Non-Current Investment	-		-
Sale proceeds from investments	-		-
Purchase of Fixed Asset	(53,000)	(53,000)	-
Net Cash used in Investing activities		(53,000)	
CASH FLOW FROM FINANCING ACTIVITIES			
Proceeds from in Loans & Advances	(160,643,375)		(14,419,066)
Proceeds from in Long term Loan	154,363,900	(6,279,475)	-
Net Cash used in financing activities		(6,279,475)	
Net increase/(decrease) in cash & Cash Equivalents		(2,229,990)	
Cash and Cash equivalents at the beginning of the period		2,454,296	
Cash and Cash equivalents as the closing of the period		224,306	

As per our report of even date attached

For K P N D & Co..
(Chartered Accountants)
Firm Registration No. 133861 W

For and on behalf of the Board
Tirupati Fincorp Limited

Nilesh Dhamecha
(Partner)
Membership No. 143172

Place: Mumbai
Date : 30.05.2016

Sudhir B. Parekh **Hitsaran Jain**
(DIN: 07184815) (DIN: 02910260)
Director Director

Name of the Company: TIRUPATI FINCORP LIMITED**Regd Office:** 406,407 Shekhawati Complex, Near Polo Victory Cinema, Jaipur – 302006**CIN:** L67120RJ1982PLC002438

Tel: 0141-4030950

Email: info@tirupatifincorp.com**PROXY FORM****(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]**

Name of the Member(S):			
Registered Address:			
Email -id:			
Folio No. Client ID:		DP ID:	

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

1. Name: _____

Address: _____

Email Id: _____

Signature: _____ or failing him

2. Name: _____

Address: _____

E-mail Id: _____

Signature: _____ or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 34th Annual General Meeting of Tirupati Fincorp Limited to be held on Wednesday, the 28th day of September, 2016 at 02.00 p.m. at **"The Theme Hotel, Main Tonk Road, Sita Bari, Jaipur – 302011"** and at any adjournment thereof in respect of such Resolutions as are indicated below:

Resolution No.	Resolution
Ordinary Business	
1.	Adoption of Audited Financial Statements for the year ended 31st March, 2016.
2.	Re-appointment of Mr. Hitsaran Jain (Din: 00493960) who retires by rotation and being eligible, offers himself for re-appointment.
3.	Adoption of M/s KPND & Co, Chartered Accountants, in place of M/s Sivaswamy & Co., Chartered Accountants as an Auditor of the Company till the Conclusion of 39 th AGM of the Company to be held in 2020.

Signed this..... day of..... 2016

Signature of shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. Please complete all details including details of member(s) before submission.

TIRUPATI FINCORP LIMITED

Regd Off: 406,407 Shekhawati Complex, Near Polo Victory Cinema, Jaipur – 302006

CIN: L67120RJ1982PLC002438**ATTENDANCE SLIP**

(Shareholders attending the meeting in person or by proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall.)

Name and Address of Shareholder	
No. of Shares	
Folio No.	
Client ID	
Signature	

I hereby record my presence at the 34th Annual General Meeting of the Company at The Theme Hotel, Main Tonk Road, Sita Bari, Jaipur – 302011, Wednesday, 28th September, 2016 at 02:00 p.m.

Signature of the Shareholder or Proxy

Email Address:

Note: No Duplicate Attendance Slip will be issued at the meeting hall. You are requested to bring your copy of Annual Report to the Meeting.

By Speed Post/ currier

If undelivered please return it to:

TIRUPATI FINCORP LIMITED
CIN No. L67120RJ1982PLC002438

Regd Office: 406,407 Shekhawati Complex,
Near Polo Victory Cinema, Jaipur - 302006